MARVEL MASTERWORKS

THE AMAZING SPIDER-MAN

VOLUME 23

THE AMAZING SPIDER-MAN Nos. 238-251

ANNUAL No. 17 & THE SPECTACULAR SPIDER-MAN No. 85

ROGER STERN & JOHN ROMITA JR.

MARVEL MASTERWORKS

PRESENTS

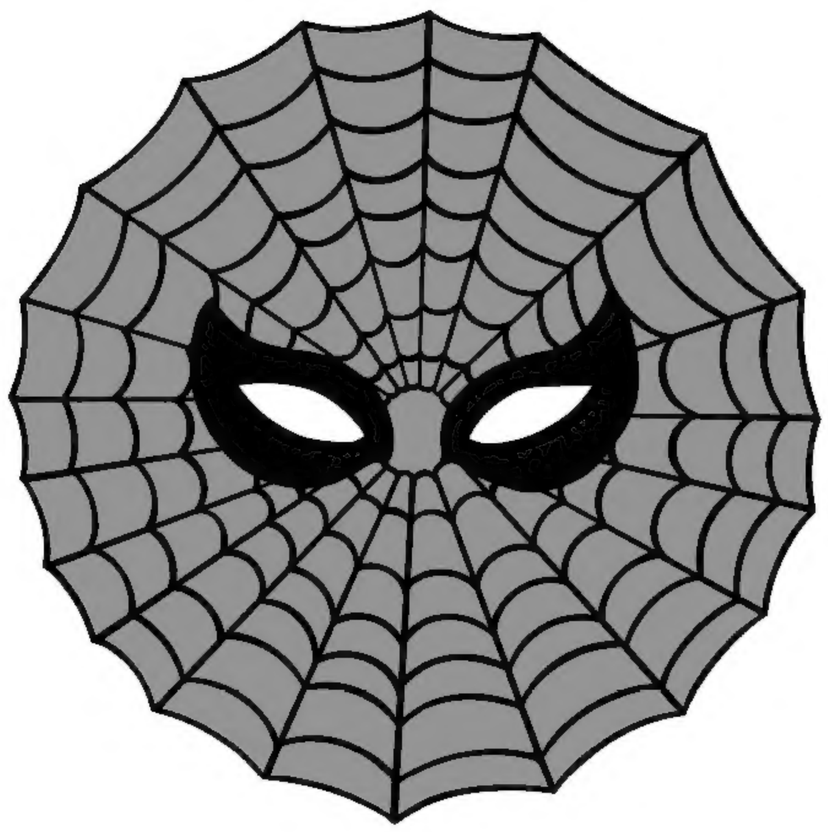
the AMAZING SPIDER-MAN

VOLUME 23

COLLECTING

THE AMAZING SPIDER-MAN Nos. 238-251,
ANNUAL No. 17 & THE SPECTACULAR SPIDER-MAN No. 85

ROGER STERN • JOHN ROMITA JR.



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Nos. 238-251, ANNUAL No. 17
& THE SPECTACULAR SPIDER-MAN No. 85

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MARVEL MASTERWORKS

CONTENTS

Introduction by Roger Stern .....

The Amazing Spider-Man #238, March 1983
"Shadow of Evils Past!" .....

The Amazing Spider-Man #239, April 1983
"Now Strikes the Hobgoblin!" .....

The Amazing Spider-Man #240, May 1983
"Wings of Vengeance!" .....

The Amazing Spider-Man #241, June 1983
"In the Beginning..." .....

The Amazing Spider-Man #242, July 1983
"Confrontations!" .....

The Amazing Spider-Man #243, August 1983
"Options!" .....

The Amazing Spider-Man #244, September 1983
"Ordeals!" .....

The Amazing Spider-Man #245, October 1983
"Sacrifice Play!" .....

The Amazing Spider-Man #246, November 1983
"The Daydreamers!" .....

The Amazing Spider-Man #247, December 1983
"Interruptions" .....

The Amazing Spider-Man #248, January 1984
"And He Strikes Like a Thunderball" .....
"The Kid Who Collects Spider-Man!" .....

The Spectacular Spider-Man #85, December 1983
"The Hatred of the Hobgoblin!" .....

The Amazing Spider-Man Annual #17, 1983
"Heroes and Villains" .....

The Amazing Spider-Man #249, February 1984
"Secrets!" .....

The Amazing Spider-Man #250, March 1984
"Confessions!" . . . . . .

The Amazing Spider-Man #251, April 1984
"Endings!" . . . . . .

INTRODUCTION
BY ROGER STERN

Welcome to the twenty-third *Marvel Masterworks* volume of the continuing saga of *The Amazing Spider-Man*. It *is* amazing to stop and think that there have been nearly two dozen hardcover books collecting consecutive issues of the title that revolutionized the American super hero.

On a more personal note, this volume encompasses the fourth year of my tenure as a *Spider-Man* writer. My journey began with *The Spectacular Spider-Man* #43 and ran through *Spectacular* #60—not counting the plot for issue #61—before moving over to *The Amazing Spider-Man* with issue #224. For those of you keeping score, that's 30 issues going into the fourth quarter.

I'd been lucky enough to work on *Amazing* with John Romita Jr. and Tom DeFalco. The three of us had already produced twelve issues—plus an Annual—and were about to tackle another twelve. In a way, we were like a rock band, with J.R. on guitar, Tom on drums and Yours Truly at the keyboard. I guess that would make the inker our bass player, and we went through a lot of them. Ten different inkers contributed their talents to the stories in this volume.

There's a rhythm you develop in writing a monthly comic book. One story leads to another, and before you know it, you've produced a whole year's worth. Sure, there were occasional complications. *Amazing* wasn't the only spider-band in town. There were two other titles—*The Spectacular Spider-Man* and *Marvel Team-Up*—sharing our supporting cast and rogues' gallery. Fortunately, we also shared a drummer…I mean, editor. Still, there was a lot to keep track of, even for an editor as sharp as Tom DeFalco.

For example, I'd originally wanted to bring the Black Cat back to *The Amazing Spider-Man* in about a year—maybe a year and a half—after her apparent demise in *ASM* #227.[1] That seemed about right for a friendly adversary who was supposed to have nine lives. But when I finally mentioned that to Tom, he sort of sighed and said, "I wish you'd told me sooner. We're already bringing her back in *Spectacular*."

That was my fault, really. Mind-reading was not one of Tom's many super-powers.

Trying to make Tom's life a little easier, I sent him a rough outline of what I hoped to accomplish storywise over the upcoming year. In reading that overview now, it's interesting to see how much changed in the process of creating the tales in this collection. Stories sometimes go off in directions that you hadn't expected. Something in the art catches your imagination. Or maybe you think of a new line of dialogue, and you just have to pursue it and see what comes next. It's a very organic process.

With that in mind, let's take a behind-the-scenes look at the stories in this volume and see what happened along the way.

* * *

***Amazing Spider-Man* #238.** Ever since I first started writing Spider-Man stories, I had wanted to create some new villains. I'd begun my run on *Spectacular* by introducing Madame Belladonna. Thus far on *Amazing*, I hadn't yet developed any additional new foes, but that changed with the debut of the Hobgoblin.

1 As seen in *Marvel Masterworks: The Amazing Spider-Man Vol. 22.*

Now, a lot of our faithful readers wanted to see the return of their favorite villains from years past, and number one on their lists seemed to be the Green Goblin. But Norman Osborn, the original Green Goblin, was quite dead.[2] There had been two pretenders to the identity—Norman's son Harry and Harry's former psychiatrist Bart Hamilton—but neither had possessed Norman's strength or cunning.

It eventually occurred to me that I could introduce a new character, one who would find a cache of the Goblin's gear and use it to create a new criminal persona. As with the earliest stories of the Green Goblin, Spider-Man wouldn't know who was behind the mask of the Hobgoblin, and neither would the readers!

At first, it was a mystery even for me. When I plotted this issue, I hadn't yet determined who he was going to be.[3] It wasn't until I wrote the dialogue for the final pages of the story that I suddenly knew the identity of the man behind the Hobgoblin's mask. And then…I kept it secret. I knew that if I told anyone the Hobgoblin's true identity, it was bound to leak out. For the next year, I kept completely mum. I didn't tell my editor. I didn't tell my artist. I didn't even tell my wife. And so, the mystery grew.

The design of the Hobgoblin, I left in the more than capable hands of John Romita Jr. I just told him to start with the Green Goblin's costume, and modify it as he saw fit. After seeing J.R.'s excellent design for the new Captain Marvel,[4] I knew he'd come up with something great for the Hobgoblin. Needless to say, he did not disappoint.

Putting the icing on the cake was the fact that John Romita Sr. joined us to finish the art for the issue. It had been 199 issues since J.R.'s dad first drew *The Amazing Spider-Man*, and it was wonderful to have him back on board for the Hobgoblin's debut. Doubly so, since this story also teased the return of one Mary Jane Watson, whose debut was one of John Senior's earliest contributions to Spider-Man's life.

***Amazing Spider-Man* #239.** After all that buildup for the Hobgoblin, would you believe that I originally planned to have the Mad Thinker be the villain of this issue? It's true. He was the next adversary listed on my outline. But, as I started plotting *ASM* #238, I immediately saw a problem. We couldn't just introduce the Hobgoblin and then have him disappear for several issues. Spider-Man needed to confront him early on. So, the Hobgoblin's introduction became a two-issue storyline. The Thinker would just have to wait. With this issue, Frank Giacoia sat in on bass…I mean, inks.

***Amazing Spider-Man* #240-241.** Following up the Hobgoblin's debut is another two-parter, with one of Spider-Man's oldest enemies—in more ways than one—the Vulture. Some of you may have noticed that the Vulture was the only major previously established Spider-Man villain that I used more than once during my tenure. I'll readily admit that he's my favorite. You can have your Doctor Octopus or your Kraven the Hunter—they're certainly formidable opponents—but for me, the Vulture is the definitive Spider-Man villain. It had been sixteen issues since the old bird had eluded our hero, so it was about time we found out what had happened to him. And I knew exactly what I wanted to do.

The Vulture had been around since *Amazing Spider-Man* #2, and in all that time, he'd never had an origin! Where had he come from? How had he created his flying suit? Why was he strong enough

2 At least, at the time.

3 For that matter, I don't know if either Steve Ditko or Stan Lee knew who the Green Goblin was when they created him for *The Amazing Spider-Man* #14.

4 You perhaps know her better as Monica Rambeau.

to stand up to Spider-Man? With these two issues, we finally revealed the answers. All this plus another quick cameo of Mary Jane, and more exemplary art by J.R., with the inking split between Bob Layton and Frank Giacoia.

***Amazing Spider-Man* #242.** Here we finally get that Mad Thinker story! J.R. had been itching to draw some more big Kirby characters, and since the Thinker has these big androids at his disposal…well, you get the picture. This issue, Kevin Dzuban sat in on inks.

Secrets Behind the Comics: The original title for this story was "If He Should Punch Me." And yes, that was meant as a joke, but the cooler head of Tom DeFalco convinced me not to use it.[5] Needing a more appropriate title, I cast about for inspiration and found it in Frank Miller. While I was plotting this story, Frank was just wrapping up his first run on *Daredevil.* He had used one-word titles for much of that now-legendary run, so I decided to come up a "punchy" title of my own.[6] In fact, I wound up giving one-word titles to many of the remaining stories in this collection.

***Amazing Spider-Man* #243.** I originally planned for the Hobgoblin to return this issue, but…well, remember how I said that plotting these stories was an organic process? Between the personal travails of Peter and Mary Jane, Lance Bannon and Amy Powell, and Spider-Man and the Black Cat, there just wasn't any room for a super villain in this issue. Any Spider-Man story is, at its heart, a Peter Parker story, and sometimes, Pete's personal life just takes over. Not to say that there isn't any action, far from it. And, hey, let's give it up for inker Dave Simons.

***Amazing Spider-Man* #244.** In case the pumpkin bombs on the cover aren't enough of a clue, *now* the Hobgoblin is back in business. Also, Liz Osborn tries to set Mary Jane up with Peter, but MJ isn't keen on the idea. This issue features the talented Klaus Janson who sat in on inks for the first time, but not the last.

***Amazing Spider-Man* #245.** The Hobgoblin battles Spider-Man. Or does he? Oh, and why do Peter's friends keep trying to set him up with Mary Jane? Dave Simons returns on inks.

***Amazing Spider-Man* #246.** The idea behind "The Daydreamers!" was several months in the making. I'd long wanted to bring Mary Jane's past to light, to get to the heart of who she is and what makes her tick. I had reread all of MJ's past appearances—researching everything known about her—and it had become clear that we really knew very little about her background, other than that she loved to party and never got involved in lasting relationships. Slowly, but surely, in discussions with my wife Carmela, I assembled an outline of what MJ's early life must have been like. With this issue, J.R. and I started to tell her story.

As I approached this issue, I also had in mind an image of the Black Cat—bored out of her mind—but I wasn't sure where to go from there. I wanted something more than just the Spider-Man connection to link the two women's stories together. Then, a thought occurred to me—"What would any of these people daydream about?"—and suddenly, everything just came together.

Dan Green returned to lay down the inks for the first time since *ASM* #234, but it was around this time that we started changing more than just our bass player. J.R. picked up the assignment to draw *The Uncanny X-Men*, which would eventually complicate things. And as I was scripting this issue, Tom DeFalco left to launch Marvel's Star Comics line. Danny Fingeroth took over as editor of the Spider-Man titles, which is why both he and Tom are listed in the credits for this story.

5 Tom later put the title to much better use in the first Peter Porker (the Spectacular Spider-Ham) story.
6 See what I did there?

***Amazing Spider-Man* #247-248.** This gets a little complicated, so bear with me. When Danny came on board, I was two months ahead on my deadlines. I had already plotted these two issues back-to-back for Tom and his assistant Eliot Brown. I mention Eliot very deliberately, as he was going to be the editor of *ASM* #248, the issue earmarked for Marvel's Assistant Editor Month. Editor-in-Chief Jim Shooter had decided to take all the Marvel editors to San Diego for Comic-Con and have their assistants handle a month's worth of comics while they were away. So, Eliot had called and asked me to write a story that I'd once related to Tom, a story called "The Kid Who Collects Spider-Man."

Several months earlier, I had awoken from a dream about a kid who was Spider-Man's biggest fan. The story was all there in my head, just waiting to be written. It was so complete that I was afraid that I was half-remembering something that I'd read as a boy, that my subconscious had just substituted Spider-Man for the hero of that story. I spent the next few days quizzing other writers I knew, to see if they remembered it. But none of them did. Somehow, I had plotted the story in my sleep. So, I ran it by Tom for his opinion. I cautioned him that it was a short story—no more than ten or eleven pages, tops. Tom liked it, and decided that we'd fit it in somewhere, possibly in an Annual.

Somewhere, as it turned out, was the second half of *Amazing* #248. It worked out great for me, as I expanded *ASM* #247's story, continuing it into the first half of issue #248, and enjoying the luxury of an extra eleven pages for an all-out super villain battle. The plot for "The Kid Who Collects Spider-Man" flowed onto paper in no time. I'd expected that J.R. would be drawing both stories for *Amazing* #248, but he had recently started drawing *X-Men*, remember, and faced some tight deadlines. That's why Ron Frenz wound up drawing "The Kid," and a marvelous job he did. Scripting the story to Ron's pencil art was as inspiring as scripting to John's.

And the inking! John Romita Sr. on issue #247. Brett Breeding on the first half of *Amazing* #248. And the incomparable Terry Austin on "The Kid." To have that level of talent illustrate your stories? It doesn't get much better for a writer than that.

***Spectacular Spider-Man* #85.** You may be asking yourself, "What's an issue of *Spectacular Spider-Man* doing here?" The answer is pretty simple. Tom DeFalco had asked me if the Hobgoblin could appear in an issue of *Spectacular*. I not only agreed, I also suggested how they could show my new mystery man undergoing the process to gain super-strength. I was credited with a "plot assist," but this is mainly Bill Mantlo's story. And speaking of Bill …

***Amazing Spider-Man Annual* #17.** I had plotted the story of Peter Parker's high school reunion for Ed Hannigan to draw, but a conflict prevented my scripting it. Mantlo came to our rescue, turning the script around and keeping the Annual on time. (Thanks, Bill!)

***Amazing Spider-Man* #249.** This was the first issue that I plotted for Danny, and it came together pretty well. Dan Green was back to finish J.R.'s pencil art, and we even worked in an early teaser for an upcoming crossover with the *Secret Wars* limited series. Still, things felt different, working with a new editor. It had became clear to me that Danny was traveling to the beat of a different drum[7] as far as Spider-Man was concerned. He was a nice guy, but I could see us driving each other crazy if we continued working together.

Unsure of what to do, I called J.R. to get his advice. In the course of that call, John admitted that the *X-Men* was claiming more of his time than he'd expected, and he was thinking of leaving *Spider-Man* to get the mutants on schedule. With that in mind, we decided to leave *Amazing*

7 Thanks and a tip of the wool hat to that great American songwriter/philosopher Michael Nesmith.

together—in keeping with the rock band metaphor, *"Nothing lasts forever but the earth and sky."*[8] Of course, not even the earth and sky will last forever, but I digress…

***Amazing Spider-Man* #250.** Two hundred and fifty—such a nice, round number. It seemed like a good place to take our farewell bows. Klaus Janson was back to add his magic touch to J.R.'s penciled breakdowns. And with the series plotted through the next two issues, Danny would have plenty of time to line up a new band. I felt that we were leaving *Amazing* in good shape for whoever took over next.

Right around this time I got a call from Tom DeFalco, who told me that Danny had asked him to write *The Amazing Spider-Man*. I thought that this was a great idea—that there wasn't another writer at Marvel who was better qualified[9]—and I encouraged him to take the job.

"I'll do it on one condition…" Tom left me hanging for a few seconds. "… that you tell me who the Hobgoblin is!" So I told him. I pointed out the clues that I'd planted in the stories thus far, and told him of a few more that I had in mind.

Then I said, "But *you* are writing *Spider-Man* now. And *you* get to decide who the Hobgoblin really is!"

***Amazing Spider-Man* #251.** The title of this issue may be "Endings!", but the story continued on under the more than capable hands of Tom DeFalco and Ron Frenz, with Klaus Janson helping with the transition in artistic styles. They all did a great job. By the way, I'm sorry that we're ending this collection of stories on a cliffhanger, but things get explained pretty well in our next volume. Honest!

* * *

Wait! There's more! At the back of this volume is a very special feature that I know a little something about. I'm talking about…

***The Official Marvel Try-Out Book*.** On a weekend in July of 1983, my wife and I drove up to Ottawa, Ontario, where I was a guest at Maplecon 5. Our old friend Jim Shooter was also there, though he seemed a bit preoccupied. It turns out that there was a deadline weighing on his mind; he needed to plot a Spider-Man story for this special *Try-Out Book* project. I sympathized with him, as I needed to plot an issue of *Avengers* as soon as I got home. That's when Jim had an inspired idea: He would hitch a ride back to upstate New York with us. In the course of the drive, we could brainstorm Spider-Man stuff, and I could pick his brain about the *Avengers*.

And that's exactly what we did. I don't remember if anything that I suggested actually wound up in the *Try-Out Book*—or how much of an influence Jim had on my next issue of the *Avengers*—but I do remember that road trip being a lot of fun. And talking things out helped both of us meet our deadlines. Jim finished his plot in time for J.R. to draw twenty more pages of *Spider-Man* for the *Try-Out Book*, and that was a good thing.

* * *

When I reread these stories, I can hardly believe that it's been thirty-eight years since I wrote them. Some of my best memories are of the people I got to work with. As I've said many times, comics are a collaborative effort. The credits of this book list the names of over two dozen men and women—writers, pencilers, inkers, letterers, colorists, editors…artists all—without whom none of this would have been possible. And that's not to mention the unsung production staff who helped get these issues ready to print. Take away any of those people and all you have are blank pages.

First and foremost of my collaborators was John Romita Jr., a great storyteller and a wonderful artist. I enjoyed every moment of working with John. No matter what crazy thing I asked him to draw, he did it, and he always made it look great. And he got better with every issue! We worked together on *The Amazing Spider-Man* for just two years, but they were two of the best years of my career. Thanks, J.R. I'd do it all again in a heartbeat.

And I want to give a special shout-out to our editor, Tom DeFalco. Editors rarely get the credit they deserve, and Tom was a most important part of our work on *The Amazing Spider-Man*. As a supervisor, as an advisor, as a sounding board, he contributed so much to these stories. Tom was the ideal choice to take over as writer, and he and Ron Frenz became one of the great *Spider-Man* teams.

In fact, had I known that Ron Frenz was going to become the new *Spider-Man* artist, I might have been tempted to stick around myself. Fortunately, I later got to work with Ron again, on a number of occasions. We even got to work together a couple of times on Spider-Man projects. Those, however, are stories for another time.

In the meantime, I hope that you enjoy reading the stories in this volume. This may wrap things up for me, but not for the Amazing Spider-Man. His story, as always, remains…to be continued.

Roger Stern

April 2021

Roger Stern wrote Spider-Man *stories—including most of the ones in this volume—for almost half a decade. Every few years, Marvel Comics asks him to write another one.*

8 So spake the lead singer of Kansas on *Dust in the Wind*.

9 Well, other than Stan Lee.

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the AMAZING SPIDER-MAN®

TM

IN THE SHADOW OF EVILS PAST!

BONUS FEATURE! FREE LAKESIDE SKIN TATTOOZ INSIDE!

J.R. JR. + JR. SR.

STAN LEE PRESENTS A MOMENTOUS NEW EPISODE IN THE LIFE OF THE AMAZING SPIDER-MAN

SHADOW OF EVILS PAST!

IT'S FUNNY HOW JUST A FEW SHEETS OF PAPER CAN CHANGE THE WAY PEOPLE LOOK AT THINGS. AUNT MAY'S BOARDING HOUSE FOR SENIOR CITIZENS HAS BEEN OPERATING FOR NEARLY A WEEK*--

--BUT THE STATE OF NEW YORK'S TAX PEOPLE WON'T RECOGNIZE HER AS A SPECIAL-STATUS LANDLADY UNTIL SHE FINISHES SIGNING THOSE FORMS!

GEE...MY AUNT, THE BUSINESS-WOMAN!

I WONDER WHAT HER TENANTS WOULD SAY IF THEY KNEW THEY WERE LIVING IN THE HOUSE WHERE SPIDER-MAN CAME OF AGE?

*SINCE MARVEL TEAM-UP #124.

ROGER STERN *SCRIPTER*	JOHN ROMITA JR. / JOHN ROMITA SR. > *ARTISTS*	VIRGINIA ROMITA *TRAFFIC MANAGER*	JOE ROSEN-*LETTERER* ANDY YANCHUS- *COLORS*	TOM DEFALCO *EDITOR*	JIM SHOOTER *EDITOR-IN-CHIEF*

IT WAS A GOOD HOUSE ...A GOOD PLACE TO GROW UP.

"AUNT MAY AND UNCLE BEN WERE THE ONLY FAMILY I EVER KNEW. SOMETIMES, I THOUGHT THEY WERE THE ONLY PEOPLE IN THE WORLD WHO CARED ABOUT ME.

"GOOD OLD UNCLE BEN...ONE OF THE FINEST MEN WHO EVER LIVED...AND HE DIED BECAUSE OF ME!

"BECAUSE I FAILED TO ACT AS SPIDER-MAN, A BURGLAR WAS FREE TO ROAM THE STREETS ...AND END THE LIFE OF THE MAN WHO WAS LIKE A FATHER TO ME!"

BEN'S DEATH HIT MAY PRETTY HARD. I NEVER THOUGHT THERE'D EVER BE ANOTHER MAN IN HER LIFE.

BUT THEN, THERE AREN'T MANY MEN LIKE NATHAN LUBENSKY!

HE'S BEEN MIGHTY GOOD TO MY AUNT. HE DIPPED INTO HIS OWN SAVINGS TO HELP HER FIX THE OLD HOMESTEAD AND CONVERT IT INTO A BOARDING HOUSE.

I HOPE THEY CAN MAKE A GO OF IT... THEY'VE WORKED SO HARD!

PETE! LOOK ALIVE, SON! WE NEED YOU TO COUNTER-SIGN THE INSURANCE PAPERS!

HUH? OH...SURE THING, NATE. I GUESS MY MIND WANDERED.

DON'T APOLOGIZE, SON! THIS OL' WORLD COULD USE A FEW MORE DREAMERS!

AND, ONCE THE PAPER-WORK IS COMPLETED...

LIKE I WAS TELLIN' YOUR AUNT, BOY, WE FINALLY MADE A LEGAL WOMAN OUTTA HER! HEH-HEH!

NATHAN!

I THINK THIS CALLS FOR A CELEBRATION!

I AGREE! LET'S STOP AT ROSIE'S FOR AN EGG CREAM!

BUT, PETER, YOU'LL SPOIL YOUR LUNCH!

AW, LIGHTEN UP, MAY! THIS IS A SPECIAL OCCASION!

WELL... I GUESS ONE EGG CREAM WOULDN'T HURT!

WHAT THE--? MY SPIDER-SENSE IS TINGLING!

IN FACT, THE WARNING BUZZ IS GETTING--

--INTENSE!

LOOK OUT!

OH!

SCREEE

KRUNK

YOU FOLKS OKAY?

JUST BARELY! MY AUNT AND HER FRIEND COULD'VE BEEN KILLED!

POLICE

DON'T WORRY--WE'LL CATCH THOSE CREEPS! THEY JUST ROBBED A BANK!

I'LL SEE YOU FOLKS LATER!

PETER? WHERE ARE YOU GOING?

LET THE BOY ALONE, MAY, HE HAS BLOOD IN HIS EYES! HE JUST NEEDS TO LET OFF SOME STEAM!

SECONDS LATER...

NATE WAS *SO* RIGHT! WHEN PEOPLE I LOVE ARE THREATENED, I SEE RED!

THWIP

AND PETER PARKER CAN LET OFF A LOT MORE STEAM--AND DO A LOT MORE GOOD --AS *SPIDER-MAN!*

EMPLOYING HIS AMAZING WEB-SHOOTERS, THE MASKED ADVENTURER CATCHES UP TO THE POLICE CHASE IN LESS THAN A MINUTE...

THEY'RE PULLING ONTO QUEENS BOULEVARD ...HEADING WEST, AWAY FROM THE TALLER BUILDINGS.

THAT MAKES IT TOUGHER TO KEEP UP BY WEB-LINE... BUT I REALLY DON'T *HAVE* TO!

NOT AS LONG AS THESE BOYS-IN-BLUE KEEP UP THE PACE!

ONCE THEY GET A LITTLE CLOSER, I'LL HAVE A CLEAR SHOT AT--*HEY!*

"CLEAR SHOT"?! WHY NOT?

POLIC

DETACHING HIS BELT'S MINI-CAMERA, SPIDER-MAN SETS ITS AUTOMATIC SHUTTERS, WEBS IT INTO PLACE ATOP THE SPEEDING VEHICLE--

--AND THEN...

AS LONG AS I'M DOING THIS ANY-WAY--

--I MIGHT AS WELL DO IT FOR THE CAMERA! THE *DAILY BUGLE* CAN USE THE PIX, AND I CAN USE THE BUCKS!

HEY!

UNNGH!

TWO AT ONCE! THIS OUGHT TO BE GOOD ENOUGH FOR PAGE ONE!

I WISH I DIDN'T HAVE TO PULL MY PUNCHES WITH THESE CREEPS-- BUT IF I DIDN'T, IT'D BE A LITTLE MESSY!

AS THE CAR BARRELS ONTO A SIDE STREET, SPIDER-MAN GRABS THE WHEEL AND PULLS HARD, SWERVING TO AVOID ENDANGERING MORE PEDESTRIANS.

HE'LL KILL US ALL!

SCREEE

GOTTA GET OUTTA HERE!

KA-TOONG

KLANK KLINK KLATTER

DU UNG

@☆!xx@ING GARBAGE! PROBABLY SAVED MY NECK, BUT--!

OH, NO!

WHAT'S YOUR HURRY? DON'T TELL ME YOU THINK YOU CAN ESCAPE ME ON FOOT!

HAHAHAHAHAHA

HE...HE'S LAUGHIN' AT ME! LIKE I'M NOTHIN'!

THIS AREA IS A REGULAR MAZE OF OLD FACTORIES AND WAREHOUSES! FAST-FOOT PROBABLY THINKS HE CAN LOSE ME!

IS *HE* EVER WRONG!

SHOOT! THIS ISN'T AN ALLEY... IT'S JUST A BRICKED-OVER LOADING DOCK! I'M...

...TRAPPED!

END OF THE ROAD, SUNSHINE!

DON'T COUNT ON IT, MAN!

WHAT'S THIS?! A SMOKE BOMB?!

WUMP

WELL, I'LL GIVE HIM AN "A" FOR EFFORT, BUT THIS CLOUD OF SMOKE WON'T DO HIM ANY GOOD! ALL I HAVE TO DO IS CONCENTRATE ON MY SPIDER-SENSE--

--AND I CAN WADE RIGHT THROUGH THIS STUFF WITH NARY A PROBLEM!

SURPRISE, SURPRISE! HERE I AM!

UH-OH! WHERE ARE YOU?!

WHAT THE HEY? I KNOW HE DIDN'T SNEAK PAST ME! AND THERE'S NOWHERE ELSE TO GO BACK HERE, EXCEPT UP OR...

...DOWN! NUTS I DIDN'T NOTICE THAT MANHOLE!

PEE-YEW! BOY, IS IT EVER RANK DOWN HERE!

TIMES LIKE THIS, I'M GLAD I GOT MY POWERS FROM THE BITE OF A RADIOACTIVE *SPIDER*...AND NOT A *BLOODHOUND!*

JUST MY LUCK-- THE PLACE IS A REGU-LAR LABY-RINTH!

I MIGHT BE ABLE TO TRACK THE GUY DOWN WITH MY SPIDER-SENSE.

THEN AGAIN, I MIGHT NOT! DO I REALLY WANT TO SPEND MY AFTERNOON DOWN HERE?

NAW! I GOT THREE OUT OF THE FOUR--INCLUDING THE DRIVER! THE COPS CAN HANDLE THE SMALL FRY!

BESIDES, I HAVE TO RETRIEVE MY CAMERA BEFORE IT'S NOTICED!

WHEW! THAT WAS CLOSE! I THOUGHT HE HAD ME FOR SURE!

WHAT DO I DO NOW? IF I'M NOT CAREFUL, I COULD GET LOST DOWN HERE!

KLAK

HUH? WHUZZAT?

LOOKS LIKE SOME KINDA... SECRET DOOR?

IT'S DARKER IN THERE THAN IT IS OUT HERE... BUT THE AIR SMELLS A LOT FRESHER!

WHAT DO I GOT TO LOSE?

MEANWHILE...

THE FOURTH MUST STILL BE DOWN THERE. SORRY!

YEAH...WELL WE GOT HIS BUDDIES! HE'LL TURN UP... DON'T SWEAT IT!

I WAS HOPING YOU'D SAY THAT!

HEY, WHAT--?

NOW I CAN CUT OUT WITH A CLEAR CONSCIENCE!

TOODLE-OO, GENTS!

THAT'S IT... COME TO PAPA, LI'L CAMERA!

TOONG

WAS IT MY IMAGINATION, OR DID HE GRAB SOMETHIN' OFF THAT PATROL CAR?

GRAB WHAT? EVERYTHING'S STILL THERE!

OSBORN MANUFACTURING EST. 1962

SURE IS A WEIRD FELLA! AT LEAST HE SEEMS TO BE ON OUR SIDE!

AT THAT MOMENT, DEEP UNDERGROUND...

THIS IS NUTS!

SOON AS I FELT MY WAY IN HERE, THE DOOR SEALED BEHIND ME AND THESE LIGHTS CAME ON!

THE DEPARTMENT OF SANITATION NEVER BUILT NOTHIN' LIKE THIS!

GUESS THIS IS THE END OF THE LINE! AIN'T NO AUTOMATIC LIGHTS IN HERE.

THIS PLACE SOUNDS BIG... LIKE A WORKROOM OR SOMETHING. MUST BE A LIGHT SWITCH ON THE WALL SOMEWHERES!

KLIK

HOLEE--!

THAT MASK... ALL OF THIS GEAR! I'VE SEEN PICTURES OF STUFF LIKE THIS IN THE PAPERS!

I MUSTA FOUND THE SECRET HEADQUARTERS OF *THE GREEN GOBLIN!!*

MEANWHILE, AS MAY AND NATHAN MAKE THEIR WAY HOME...

HAVE THERE BEEN ANY CALLS FOR ME, MARTHA?

WHY... NO, MAY! YOU WERE EXPECTING--?

OH, SHE'S JUST WORRYIN' TO MAKE HER HEAD SPIN, MARTHA!

THAT'S ALL WELL AND GOOD FOR YOU TO SAY, NATHAN LUBENSKY! YOU NEVER LOST A CHILD LIKE I...

RINNG

HELLO... PETER?

NO, BUT I'LL GIVE YOU A SECOND GUESS!

ANNA! ANNA WATSON--

--HOW ARE YOU? HOW'S FLORIDA?

SUNNY AS EVER!

I WANTED TO CALL AND CONGRATULATE YOU ON OPENING YOUR BOARDING HOUSE!

YES, I JUST GOT YOUR CARD!

WHAT? NO, THAT CRIME WAVE WAS FARTHER SOUTH!

WELL, YES, IT TOOK ME AWHILE TO ADJUST TO SUNBELT LIVING-- BUT I HAD SOME HELP!

YES, MY NIECE HAS BEEN STAYING WITH ME!

SAY "*HELLO*" FOR ME! I'M OFF TO THE BEACH!

MARY JANE SAYS, "HELLO!"

GIVE HER MY BEST, ANNA!

OH, IT'S SO GOOD TO HEAR YOUR VOICE, TOO! YOU REALLY MUST COME BACK NORTH FOR A VISIT!

YOU WON'T BELIEVE HOW WE'VE FIXED UP THE OLD PLACE!

ELSEWHERE...

HAH! HERE I HURRIED HOME TO CALL AUNT MAY, SO SHE WOULDN'T BE WORRIED ABOUT ME-- AND HER LINE IS BUSY!

I WONDER WHO SHE'S TALKING TO?

BRRT KLIK BRRT KLIK BRRT KLIK

OF COURSE, IT COULD BE ONE OF HER TENANTS ON THE LINE!

OUCH! I BET HER PHONE BILL WILL BE GOING THROUGH THE CEILING!

WELL, IF IT DOES, AND SHE NEEDS A LOAN--

--LITTLE BEAUTIES LIKE THESE SHOULD MAKE THAT A BIT EASIER!

111

NOT LONG AFTERWARD...

DAILY BUGLE

...IN THE CITY ROOM OF NEW YORK'S LEADING DAILY NEWSPAPER...

WHAT?! HER LINE IS *STILL* BUSY?

THESE PIX ARE GREAT, PETE-- YOUR BEST YET!

WHAT DID YOU DO TO GET THEM--

--HANG ONTO THE ROOF OF A POLICE CAR?

TRADE SECRET, ROBBIE!

'NUFF SAID, PETE! I DON'T CARE HOW YOU DO IT...AS LONG AS YOU MANAGE TO KEEP ON DOING IT!

HEY, COPY BOY! GET THESE PIX TO COMPOSING! THEY GO WITH THE EVENING LEAD ABOUT SPIDER-MAN!

THE CHASE THAT ENDED AT THE OSBORN WAREHOUSE? WE GOT PICTURES?! GEE!

OSBORN? IT WAS AN OSBORN BUILDING?!

BOY, DOES *THAT* NAME CONJURE UP MEMORIES!

SOMETIMES I THINK NORMAN OSBORN WILL HAUNT ME FOR THE REST OF MY LIFE.

"I KNEW HIM AS THE GREEN GOBLIN LONG BEFORE I EVER DISCOVERED HIS TRUE IDENTITY... AND HE LEARNED MINE!

"HE WAS PROBABLY THE DEADLIEST ENEMY I'VE EVER HAD... AND HE WAS MAD AS A HATTER!

"EVENTUALLY, HE WAS KILLED BY ONE OF HIS OWN DEVICES... BUT NOT BEFORE HE'D CAUSED THE DEATH OF GWEN STACY."

GWEN--!

PETER!

HUH?

I SAID, DON'T YOU WANT YOUR CHECK?

OH, SURE, ROBBIE! THANKS FOR... *WOW!* ARE YOU SERIOUS ABOUT PAYING ME THIS MUCH? WHAT'LL JONAH SAY?

PROBABLY SOMETHING UNPRINTABLE. BUT SINCE OUR FRUGAL PUBLISHER HAS TAKEN THE AFTERNOON OFF, IT'S WITHIN MY POWER TO UP YOUR RATE. BESIDES, THOSE PIX ARE WORTH IT!

HAH! I WISH J.J.J. WOULD LEAVE THINGS IN YOUR HANDS MORE OFTEN, ROBBIE!

WELL, I'D LIKE TO STAY AND B.S., BUT I OUGHT TO BE CHECKING IN WITH MY AUNT!

SHE'S BACK LIVING IN FOREST HILLS, ISN'T SHE? HOW'D YOU LIKE A FREE RIDE OUT THERE?

AT THAT MOMENT, NOT FAR FROM RESIDENTIAL FOREST HILLS...

OSBORN MANUFACTURING

L2515

HERE IT IS, MAN, JUST LIKE I TOLD YA... THE GREEN GOBLIN'S OLD HIDEOUT!

INCREDIBLE!

NOTES, PRIVATE JOURNALS ...ALL THIS EQUIPMENT!

YEAH, I FIGURED A DUDE LIKE YOU'D BE INTERESTED!

YOU FIGURED CORRECTLY, GEORGIE. I WANT YOU TO LOAD EVERYTHING THAT CAN BE MOVED INTO THE VAN!

AND WHILE YOU DO THAT, I'LL MAKE SURE THAT NO EVIDENCE REMAINS OF OUR PILFERING!

SOMETIME LATER...

I REALLY APPRECIATE THE LIFT, ROBBIE!

NO PROBLEM, PETER...IT'S RIGHT ON MY WAY HOME!

BESIDES, IT'S NICE TO GET A CHANCE TO CHAT WITH YOU FOR A WHILE! ABOUT THE ONLY TIME I SEE YOU ANYMORE IS WHEN YOU DASH THROUGH THE CITY ROOM WITH NEW PHOTOS.

I'M AFRAID SO. I JUST DON'T HAVE MUCH TIME TO HANG OUT AT THE *BUGLE* LIKE I USED TO.

WELL, THAT'S UNDERSTANDABLE. YOUR GRADUATE STUDIES MUST TAKE UP A LOT OF TIME.

STILL, I DON'T WANT YOU TO BECOME A STRANGER!

IF THERE'S EVER ANYTHING YOU NEED TO TALK ABOUT...ANY-THING AT ALL--!

SQUAWK POLICE EMERGENCY! FIRE... POSSIBLE BREAK-IN... OSBORN MANUFACTURING ...QUEENS, CRESCENT AND FENWICK!

WHAT?! ROBBIE... THAT'S THE PLACE WHERE SPIDER-MAN COLLARED THOSE GUYS EARLIER! IT MIGHT BE A COINCIDENCE--

SCREEEE

YES, BUT IT MIGHT NOT! HANG ON, PETE--

--ONE WAY OR ANOTHER, IT'S WORTH CHECKING OUT!

WITHIN MINUTES...

LOOKS LIKE THE ACTION'S OVER, ROB!

WHAT THE--?! THERE'S PARKER, OF ALL PEOPLE ...WITH JOE ROBERTSON!

LOOKS LIKE THERE WAS MORE SMOKE THAN FIRE. COULD HAVE BEEN ACCIDENTAL, I SUPPOSE.

I HOPE IT WAS!

'EVENING, GENTS!

HUH? BANNON?! WHAT'RE YOU DOING HERE?

JUST EARNING MY DAILY BREAD! BET MY PIX WILL LOOK MIGHTY GOOD IN TOMORROW'S BUGLE!

TOO BAD YOU MISSED IT ALL!

GOOD WORK, LANCE!

EXCUSE ME, CAPTAIN-- I'M JOE ROBERTSON OF THE *DAILY BUGLE!* HAVE YOU DETERMINED THE CAUSE OF THE FIRE YET?

WELL, SIR, IT MIGHT BE ARSON. IT APPEARS TO HAVE BEEN SET... AND THE FELLA WHO TURNED IN THE ALARM SAW A RED VAN SPEED AWAY--

--JUST BEFORE HE SPOTTED THE SMOKE. LUCKILY, THE FIRE WAS CONTAINED WITHIN THE CHAMBER WHERE IT STARTED.

FUNNY THING, THOUGH... THAT CHAMBER WASN'T ON ANY FLOORPLAN WE COULD FIND. IT'S ALMOST AS IF IT WAS SUPPOSED TO BE A SECRET ROOM OR SOMETHING!

WHAT?! CAPTAIN, COULD I TAKE A LOOK IN THERE?

C'MON, PARKER, YOU DON'T WANT TO GO IN THERE! THE GOOD PIX HAVE BEEN TAKEN!

YOUR BUDDY'S RIGHT. THERE'S NOT MUCH TO SEE... BUT IF YOU WANT TO LOOK, IT SHOULD BE SAFE ENOUGH.

I'M ALMOST AFRAID TO LOOK ...BUT I HAVE TO!

WHAT'S WITH PARKER? HE DOESN'T EVEN HAVE A CAMERA WITH HIM!

FOLLOWING THE TRAILING FIRE HOSE, PETER WORKS HIS WAY DOWN INTO THE BUILDING, UNTIL...

OH, NO!

I'VE BEEN IN ROOMS LIKE THIS ONE BEFORE! AS BURNT AS THE PLACE IS, I CAN STILL RECOGNIZE THE FIXTURES ON THE WALL! THE LAST TIME I SAW A METAL RACK LIKE THAT--

--IT WAS HOLDING A ROW OF JET-GLIDERS! THIS WAS ONE OF NORMAN OSBORN'S HIDEAWAYS WHEN HE WAS THE GREEN GOBLIN!

SOMEBODY MUST HAVE STUMBLED ACROSS THE PLACE AND LOOTED IT!

AND I HAVE A TERRIBLE SUSPICION I KNOW WHO THAT SOMEBODY MIGHT BE!

YOU WERE RIGHT, LANCE. THERE'S NOTHING WORTH A PHOTO-FEATURE INSIDE!

WOULDN'T HAVE DONE YOU MUCH GOOD IF THERE WAS...NOT WITHOUT YOUR CAMERA! HAH!

BZZ BZZ

PETE SEEMS AWFULLY DOWN ALL OF A SUDDEN.

BLASTED MOBILE PHONE!

ROBERTSON HERE!

BZZ -BZZ

WHO--? WHY, YES... YES, HE IS!

PETER? IT'S FOR YOU!

OH, HI, AUNT MAY! I'VE BEEN TRYING TO REACH YOU ALL AFTERNOON, BUT YOUR LINE'S BEEN BUSY!

NO, I'M FINE!

THANK HEAVENS! I'M SO SORRY! ANNA WATSON CALLED FROM FLORIDA, AND WE HAD SUCH A NICE CHAT THAT I LOST TRACK OF TIME!

WHEN I REALIZED HOW LONG WE'D BEEN TALKING, I CALLED ALL AROUND TRYING TO FIND YOU! A NICE MAN AT THE *BUGLE* FINALLY GAVE ME MR. ROBERTSON'S SPECIAL NUMBER AND--!

WELL, YOU CAN STOP WORRYING NOW!

NO, REALLY! I'M FINE!

WELL, NO, I DIDN'T HAVE LUNCH YET, BUT--!

DINNER? WELL, SURE, I'D LOVE TO--OKAY, I SHOULD BE THERE IN 15 MINUTES. YEAH...'BYE!

THANKS AGAIN FOR THE LIFT, ROBBIE. I'LL HOOF IT THE REST OF THE WAY! SEE YA!

ALL RIGHT, PETER. TAKE CARE. GIVE MY BEST TO YOUR AUNT!

WHAT HAVE I DONE?!?

IF THE BANK ROBBER I LOST IN THE SEWERS TODAY IS THE ONE WHO LOOTED THE GOBLIN'S LAIR--

--THEN I MAY BE RESPONSIBLE FOR UNLEASHING A NEW GREEN GOBLIN... JUST AS I WAS RESPONSIBLE FOR UNCLE BEN'S DEATH!

AND THERE'S NOTHING I CAN DO ABOUT IT... NOW!

THAT FIREMAN MENTIONED A RED VAN...I WISH I KNEW WHERE IT IS!

LATE EVENING, THE SOUTH BRONX...

I'LL GET OUT HERE, GEORGIE.

YOU TAKE THE EMPTY VAN AND DISPOSE OF IT. WE DON'T WANT IT TRACED!

NOT TO WORRY, M'MAN! NOBODY COULD CONNECT IT WITH *YOU* ANYWAYS!

I'M SURE THERE WON'T BE, GEORGIE!

AND OL' GEORGIE SURE DON'T AIM TO GET CAUGHT! NOT KNOWIN' WHAT I KNOW NOW! WHEN I'M DONE WITH THIS VAN, THERE WON'T BE A CLUE LEFT!

KLIK

KLA-BOOOM

QUITE SURE!

LOWER MANHATTAN. THE NEXT MORNING...

I DIDN'T SLEEP AT ALL LAST NIGHT, BECAUSE I WAS READING THE JOURNALS OF THE GREEN GOBLIN!

THE THINGS I'VE DISCOVERED ARE ASTOUNDING! TO THINK THAT AN INDUSTRIALIST AS RESPECTED AS NORMAN OSBORN WAS THE GREEN GOBLIN--!

HE WAS MAD, OF COURSE...ALMOST TOTALLY MAD! THAT MUCH IS OBVIOUS FROM MY READINGS.

BUT THE MIND BOGGLES AT THE THOUGHT OF WHAT HE STILL ACCOMPLISHED!

THIS EQUIPMENT...THESE WEAPONS...IT'S ALL THE WORK OF GENIUS!

THIS INCENDIARY BOMB, FOR INSTANCE!

FUMP

IT HARDLY MAKES A SOUND WHEN IT IGNITES--

--YET IT RELEASES ENOUGH HEAT TO MELT THROUGH A THREE-INCH-THICK SHEET OF STEEL!

AND THE GLOVES...

...INTERWOVEN WITH MICRO-CIRCUITRY WHICH CAN CHANNEL POWER BURSTS OF SEVERAL THOUSAND VOLTS...REMARKABLE!

BUT THE THING WHICH FASCINATES ME THE MOST IS THIS JET-GLIDER!

IT'S SO SWIFT...MANEUVERABLE...AND QUIET! ITS CONTROLS CAN BE MASTERED IN SECONDS!

THIS MUST SURELY REPRESENT A BREAKTHROUGH IN THE SCIENCE OF FLIGHT!

THIS PROVES OSBORN WAS INSANE! HE COULD HAVE MADE MORE MONEY BY MARKETING SUCH A DEVICE THAN HE EVER COULD HAVE MADE IN CRIME!

OF COURSE...IN KEEPING THIS TO HIMSELF, HE BECAME THE ONLY ONE IN THE WORLD TO POSSESS SUCH A WONDROUS DEVICE! THE ONLY ONE...*YES!*

THE FREEDOM, THE POWER THIS GIVES ONE IS...EXHILARATING!

WHAT A STROKE OF LUCK THAT ALL THIS FELL INTO MY LAP!

AH, THE PLASTEX IN THE MOLD SHOULD BE FULLY SET BY NOW.

EXCELLENT!

MY NEW FACE! IT STILL EVOKES THE MADNESS OF THE GOBLIN--

--BUT THE SLIGHT CHANGES I MADE IN THE MOLD SHOULD PRODUCE A MORE FEARSOME COUNTENANCE!

AND THE DYES APPEAR TO HAVE FULLY DRIED IN THE COSTUMES THAT I ALTERED YESTERDAY!

YES, THE FIT IS PERFECT!

THIS IS MARVELOUS! I FEEL LIKE A NEW MAN IN THIS OUTFIT!

NO...NOT NEW! DIFFERENT!

IT'S EASY TO SEE HOW OSBORN BECAME SO WARPED BY HIS SECOND IDENTITY! THE COMPULSION TO ESCAPE THE RESTRAINTS OF SOCIETY IS SOMETHING I CAN WELL UNDERSTAND!

THE TRICK IS TO CONTROL THAT COMPULSION... AND NOT LET IT CONTROL YOU!

UNDOUBTEDLY, LACK OF CONTROL WAS THE CAUSE OF OSBORN'S DOWNFALL.

HIS FORAYS INTO THE WORLD OF CRIME... HIS BATTLES WITH SPIDER-MAN... MUST HAVE PROVEN TOO MUCH FOR HIS UNBALANCED MIND TO HANDLE!

WELL, NORMAN OSBORN MAY HAVE DIED, BUT HIS LEGACY--HIS POWER--WILL LIVE ON! AND THIS TIME, IT SHALL BE SHAPED BY A MAN WHO KNOWS HOW TO *USE* POWER!

THE GREEN GOBLIN IS NO MORE!

BUT IN HIS PLACE NOW STANDS--

--THE

HOBGOBLIN!!

TO BE CONTINUED!

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the AMAZING SPIDER-MAN®

TM

NOW STRIKES THE HOBGOBLIN

J.R.Jr. + MILGROM

MIDNIGHT, IN NEW JERSEY...

NOW STRIKES THE HOBGOBLIN!

BLAM

Stan Lee PRESENTS:

ROGER STERN
SCRIPTER

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ARTISTS

DIANA ALBERS
LETTERER

GLYNIS WEIN
COLORIST

TOM DeFALCO
EDITOR

JIM SHOOTER
EDITOR-IN-CHIEF

ONE HOUR LATER...

SOMEBODY SURELY PULLED SOMETHING BIG THROUGH HERE! YOU'RE POSITIVE THAT NOTHING WAS STOLEN, MR. MENKEN?

AS FAR AS CAN BE DETERMINED, OUR INVENTORY IS COMPLETE.

I TELL YOU, THOUGH, THE UPPER MANAGEMENT OF *OSBORN MANUFACTURING* IS BECOMING VERY CONCERNED ABOUT THESE BREAK-INS.

THIS WASN'T THE FIRST SUCH INCIDENT, THEN?

NO, THERE'VE BEEN MAYBE A HALF-DOZEN BREAK-INS--NOTHING *THIS* BIG, THANK HEAVENS--IN THE LAST FEW WEEKS.

EACH HAS BEEN AT A DIFFERENT PLANT OF OURS, AND IN EACH CASE NOTHING APPEARED TO HAVE BEEN STOLEN--

--ALTHOUGH WE HAVE DISCOVERED SOME STOREROOMS THAT WE DIDN'T KNOW WE HAD... EMPTY, OF COURSE.

I'VE CONTACTED ONE OF OUR MAJOR STOCKHOLDERS, IN HOPES THAT HE MIGHT BE ABLE TO SHED SOME LIGHT ON... *AH!* I BELIEVE THAT'S HIM NOW!

MR. OSBORN! THANK YOU FOR COMING! I APOLOGIZE FOR THE HOUR--!

THAT'S OKAY, MENKEN. MY WIFE AND I WERE JUST WATCHING THE LATE SHOW.

WHAT THE DEVIL'S GOING ON HERE?

AND, AFTER THE POLICE TELL HARRY OSBORN WHAT LITTLE THEY KNOW...

WHEW! SOUNDS WEIRD, ALL RIGHT. YOU SAY YOU'VE FOUND A SERIES OF THESE...SECRET ROOMS, MENKEN?

YESSIR, AND THEY WEREN'T ON ANY FLOOR PLAN.

BUT... WELL... ALL THE BREAK-INS HAVE BEEN IN PROPERTIES WHICH YOUR LATE FATHER, NORMAN OSBORN, HAD A HAND IN BUILDING OR ACQUIRING. COULD HE HAVE POSSIBLY--?

...HIDDEN SOMETHING THAT SOMEONE HAS DISCOVERED? IT'S NOT ONLY POSSIBLE, I'D SAY IT'S PROBABLE!

MY FATHER WAS A SECRETIVE MAN, MENKEN. IF HE HAD SOMETHING STASHED AWAY IN THERE, WE MAY NEVER KNOW WHAT IT WAS!

NEW YORK CITY, THE NEXT MORNING...

G'MORNING, SIR! YOU'RE UP EARLY, AIN'TCHA?

COULDN'T SLEEP.

TOO BAD. TODAY'D BE A GOOD DAY TO STAY IN BED!

WELL, LOOK AT THIS... "*MYSTERY BREAK-IN IN JERSEY*"... MY LITTLE ESCAPADE MADE PAGE ONE! YOU CAN ALWAYS DEPEND ON THE DAILY BUGLE!

★★★★ DAILY BUGLE ★★
—SPORTS—

I'LL BE GIVING ALL OF THE CITY'S PAPERS PLENTY OF PAGE-ONE STORIES--

--SOON AS I PULL OFF A FEW MORE RAIDS, AND CONSOLIDATE MY SPOILS!

PERHAPS I SHOULD BUY A FEW MORE SHARES OF OSBORN MANUFACTURING, AS A SORT OF REPAYMENT.

THEY HAVE, AFTER ALL, UNWITTINGLY PROVIDED ME WITH ALL OF THIS!

OR RATHER, THEIR DEARLY DEPARTED FOUNDER HAS!

THE EQUIPMENT THAT NORMAN OSBORN DEVELOPED FOR HIS CRIMINAL EXPLOITS AS THE *GREEN GOBLIN* RIVAL ANYTHING I'VE EVER SEEN.

THIS ARMORED BATTLE-WAGON I PICKED UP LAST NIGHT IS THE MOST REMARKABLE THING YET!

HAH! THE POLICE WOULD HAVE A FIT IF THEY KNEW HOW EASILY I BROUGHT THIS INTO THE CITY!

FROM THE JOURNALS I FOUND IN THE FIRST OF OSBORN'S LITTLE HIDEAWAYS, IT'S CLEAR THAT HE PLANNED TO USE THIS AS A MOBILE HEADQUARTERS.

BUT HE NEVER DID, THE POOR, MAD FOOL!

ALL THIS AT HIS DISPOSAL, AND HE LEFT IT TO RUST IN NEW JERSEY! NO WONDER HIS SECRET CAREER COST HIM HIS LIFE!

BUT WHERE THE GREEN GOBLIN FAILED, THE HOBGOBLIN SHALL TRIUMPH!

ONCE I RAID THE LAST OF OSBORN'S CACHES, I'LL DO THINGS HE NEVER DREAMED OF! PERHAPS I'LL EVEN SETTLE ACCOUNTS WITH HIS OLD ENEMY, SPIDER-MAN! YES, PERHAPS...

...ONCE I FIND HIM!

DAIL

IF THE MYSTERIOUS HOB-GOBLIN HAD BOTHERED TO CHECK THE PAPER'S LOWER HEADLINE --

-- HE MIGHT GUESS THE PRESENT WHEREABOUTS OF THE AMAZING SPIDER-MAN.

FINAL EDITION

GLOBUGLE

BLACK CAT IN GUARDED CONDI

SEE PAGE 3

AT THAT MOMENT, IN THE INTENSIVE-CARE WARD OF COLUMBIA PRESBYTERIAN HOSPITAL...

...FELICIA HARDY, THE BLACK CAT, LIES IN CRITICAL CONDITION, FOLLOWING A NEAR-FATAL SHOOTING!*

SHE IS NOT ALONE.

*SEE SPECTACULAR SPIDER-MAN #76.

IT'S A MIRACLE SHE'S ALIVE. SHE ALMOST DIED... WOULD HAVE DIED IF I HADN'T GOTTEN HER HERE IN TIME.

I GUESS THAT MEANS I SAVED HER. YEAH... WISH I COULD HAVE SAVED HER FROM BEING GUNNED DOWN BY DR. OCTOPUS'S GOONS.

OCTOPUS! HE'S STILL OUT THERE SOMEWHERE...BY NOW HE'S PROBABLY EVEN REPLACED THOSE MECHANICAL ARMS I RIPPED OFF HIM. HE'S OUT THERE--FREE--

--WHILE FELICIA HERE IS JUST BARELY HOLDING ON TO LIFE. THERE'S NO JUSTICE.

EH? MY SPIDER-SENSE IS BUZZING. SOMEONE'S COMING!

WHO WOULD DARE--?

HOLD IT RIGHT THERE!

WHERE DO YOU THINK--? OH.

SORRY, CAPTAIN DEWOLFF. I'M A LITTLE JUMPY.

NO KIDDING. LOOK, I TOLD YOU THAT THE N.Y.P.D. HAS EVERYTHING WELL IN HAND.

WHAT'RE YOU DOING HERE, ANYWAY? GO HOME AND GET SOME SLEEP! FROM THE WAY YOU'RE WOBBLING AROUND, YOU LOOK LIKE YOU COULD USE IT!

GUESS SHE'S RIGHT. I FEEL ABOUT HALF DEAD. IF DOC OCK TRIED ANYTHING NOW, I WOULDN'T BE IN ANY SHAPE TO STOP HIM.

HELLO! THERE'S A FAMILIAR DOOR.

I'D ALMOST FORGOTTEN THAT *SHE* WAS IN THIS HOSPITAL. I SHOULD PROBABLY SEE HOW SHE'S DOING.

INTENSIVE CARE

MADAME WEB--IT'S ME, SPIDER-MAN!

SPIDER-MAN, YOU SAY? COME IN... PLEASE.

SAY, YOU'RE LOOKING A LOT BETTER. DO YOU... REMEMBER ME?

I'M AFRAID NOT, YOUNG MAN, BUT THE DOCTORS HAVE MENTIONED YOU TO ME.

THEN SHE DOESN'T REMEMBER THAT I'M PETER PARKER. UNLESS...

HAVE YOUR MENTAL POWERS RETURNED?

MY PSYCHIC ABILITIES APPEAR TO BE AS DEAD AS MY VISION. BUT THANK YOU FOR CARING TO ASK.

I'M TOLD THAT YOU RISKED YOUR LIFE TO DEFEND ME FROM THAT JUGGERNAUT CREATURE.*

* SEE ISSUES #229-230

YEAH. SORRY I DIDN'T DO A BETTER JOB. I WISH I WERE A LOT MORE SUCCESSFUL AT SAVING FOLKS.

I'M SURE YOU DID YOUR BEST. OH, WOULD YOU BE SO KIND AS TO TURN ON MY RADIO?

SURELY.

TEN-TEN *WINS*... ALL THE NEWS, ALL THE TIME.

OFFICIALS OF OSBORN MANUFACTURING ADMITTED THAT LAST NIGHT'S NEW JERSEY BREAK-IN WAS JUST ONE OF A SERIES THE COMPANY HAS SUFFERED!

BREAK-IN? OSBORN?! HOLEE--!

UH, I HATE TO SAY HELLO AND RUN, MADAME WEB, BUT--!

I UNDERSTAND THAT YOU MUST BE A BUSY MAN. I APPRECIATE YOUR STOPPING BY. I'M SORRY I COULDN'T REMEMBER YOU...

HEY, DON'T LET IT WORRY YOU--

--YOU MAY HAVE JUST NOW BEEN MORE HELP TO ME THAN YOU REALIZE!

PERHAPS.

IF THAT RADIO REPORT WAS ON THE LEVEL, MY PROBLEMS MAY BE ABOUT TO DOUBLE!

I'VE BEEN SO PREOCCUPIED WITH THE BLACK CAT THESE PAST FEW DAYS, I HADN'T HAD TIME TO THINK ABOUT THAT FIRST LITTLE FIRE AND BREAK-IN AT THE QUEENS OSBORN PLANT!*

*LAST ISSUE.

I'D BETTER PICK UP A PAPER AND CHECK THIS OUT!

I'M POSITIVE THAT THE FIRST BREAK-IN UNCOVERED AN OLD LAIR OF THE GREEN GOBLIN! IF HIS STUFF HAS FALLEN INTO THE WRONG HANDS, IT COULD MEAN THE END OF SPIDER-MAN!

CROSSING THE CITY AT ASTOUNDING SPEED, SPIDER-MAN IS NOT AWARE OF PASSING CLOSE BY THE MIDTOWN APARTMENT OF A DETERMINED RIVAL!

OKAY, HOLD IT!

GOOD! ONE MORE SHOT AND WE'RE DONE!

IT'S ABOUT TIME! I'LL HAVE YOU KNOW THAT I WOULDN'T DO THIS FOR JUST ANYONE, LANCE BANNON!

YEAH, YEAH! JUST ARCH YOUR BACK A LITTLE MORE!

I SAID YOUR *BACK*, AMY! THESE PHOTOS ARE FOR GALLERY EXHIBITION—NOT FOR SOME CHEAP SKIN MAG!

OH, POOH!

THERE, THAT'S BETTER!

KLIK

HERE'S YOUR ROBE!

IS THAT THE BEST YOU CAN OFFER ME? A FEW FEET OF COTTON--

--AND A CUP OF SANKA? YOU, MY DEAR, DEAR FRIEND, ARE CHEAP!

UH-HUH. WHATEVER YOU SAY, HON!

BOY, THESE OUGHTTA BE REAL BEAUTIES.

I'D BE FLATTERED, BUT I'M SURE YOU'RE REFERRING MORE TO YOUR WORK!

SPEAKING OF WORK, WHY ARE THESE NEWS PHOTOS OF SPIDER-MAN LYING HERE... UNSOLD? COULD IT BE THAT YOU WERE BEATEN OUT BY SOMEONE WITH BETTER PIX?

SOMEONE BY THE NAME OF PETER PARKER?

I TAKE THAT SILENCE TO MEAN "YES"!

BETTER WATCH OUT, LANCE--

--OR THIS PARKER GENT COULD WIND UP BEATING YOUR TIME ALL THE WAY DOWN THE LINE!

KNOW WHAT I MEAN?

NO WAY, BABE!

BY THE WAY, MS. POWELL -- YOU LOOK PRETTY GOOD IN CLOTHES, Y'KNOW THAT?

SEEMS TO ME I HAVE HEARD THAT...ONCE OR TWICE!

HOW ABOUT MEETING ME FOR DINNER TONIGHT AT *MAXWELL'S PLUM*?

I'D LOVE TO, IF I'M NOT BUSY.

BUSY?!

UH...YEAH. WANTED TO SNAP SOME TWILIGHT SKYSCAPES. JONAH JAMESON IS TALKING ABOUT STARTING A NEW PICTURE MAGAZINE, AND IF I COULD GET IN ON THE GROUND FLOOR--!

YOU DON'T HAVE TO EXPLAIN. I UNDERSTAND. I HAVE TO GET TO WORK, TOO.

I'LL SEE YOU... WHENEVER.

SURE. SEE YOU.

SLAM

I'VE DONE IT AGAIN. ANOTHER MORNING'S STARTED WITH HER RUNNING OFF TO HER OFFICE AT BLOOMINGDALES, AND ME GETTING LOST IN MY PHOTOGRAPHY.

IT ALL LOOKED SO PROMISING. I HAD THE PERFECT OPPORTUNITY THIS MORNING...

...WHY COULDN'T I DO IT? WHY COULDN'T I GET MY TONGUE IN GEAR AND TELL HER HOW MUCH SHE REALLY MEANS TO ME?

AM I *THAT* AFRAID OF A COMMITMENT TO OUR RELATIONSHIP?

OR AM I JUST AFRAID THAT SHE'D SAY NO?

SHORTLY, DOWNDOWN...

I THOUGHT THAT NEWSIE WAS GONNA JUMP OUT OF HIS SOCKS WHEN I DROPPED DOWN AND ASKED HIM FOR A *DAILY BUGLE!*

NICE OF HIM TO GIVE ME ONE FOR FREE!

AH, "BE IT EVER SO HUMBLE--"!

MOMENTS LATER, AS THE AMAZING WEB-SWINGER DROPS THROUGH AN EASILY OPENED SKYLIGHT...

I'M PROBABLY THE ONLY NEW YORKER WHO REGULARLY ENTERS HIS APARTMENT THROUGH THE BATHROOM!

DAILY BUGLE

THIS WAS CERTAINLY INFORMATIVE! IT WAS GOOD TO GET THE WHOLE STORY--EVEN IF IT DOES TEND TO FUEL MY PARANOIA!

HEY, WHAT'S THAT SMELL?

PEE-*YEW!* I THINK IT'S ME! AND NO WONDER--!

I'VE BEEN RUNNING, JUMPING, FIGHTING, AND SWEATING IN THIS COSTUME FOR WELL OVER 48 HOURS!

I NEED A SHOWER--*PRONTO!*

OH, *YEAH!* THAT'S MORE LIKE IT! I'M STARTING TO FEEL ALMOST HUMAN AGAIN.

NOW... WHAT WAS I THINKING ABOUT--? OH, RIGHT... THE BREAK-INS.

ACCORDING TO THE *BUGLE*, THEY STARTED JUST AFTER THE FIRE IN QUEENS--

-- AND *THAT* TOOK PLACE THE VERY DAY I LOST A BANK ROBBER IN THE SEWERS... JUST OUTSIDE THE OSBORN WAREHOUSE.

AS FAR AS I KNOW, THE ROBBER IS STILL MISSING. HE HAS TO BE THE TRIGGER TO ALL THIS. IT'S JUST TOO BIG A COINCIDENCE OTHERWISE.

I KNOW THAT NORMAN OSBORN KEPT STORES OF HIS GOBLIN STUFF HIDDEN IN VARIOUS OLD BUILDINGS... AND SOMEONE'S BEEN RAIDING BUILDINGS THAT HE ONCE OWNED.

WHAT IF THE FIRST PLACE HAD A LIST OF THE GOBLIN'S LAIRS, AND THE ROBBER--OR SOMEBODY --GOT HOLD OF IT? BUT WHY WOULD OSBORN HAVE WRITTEN INFORMATION LIKE THAT DOWN...

...UNLESS HE KEPT A JOURNAL! OSBORN WAS JUST CRAZY ENOUGH TO DO THAT!

I KNOW THE LOCATION OF ONLY TWO OF THE GOBLIN'S OLD HIDEOUTS. I OWE IT TO MYSELF TO CHECK THEM OUT...

AND IF HE DID KEEP JOURNALS, MAYBE HE WROTE DOWN THE FACT THAT SPIDER-MAN IS PETER PARKER!

WHOEVER IS BEHIND THE BREAK-INS MIGHT BE ABOUT TO DISCOVER MY SECRET... IF HE HASN'T ALREADY!

...SOON AS I... REST A BIT.

CONSIDERABLY LATER...

RINNNG

HUH?

RINNNG

OKAY, OKAY!

HULLO?

HELLO, PETER? THIS IS AMY...

...AMY POWELL! REMEMBER? WE RAN INTO EACH OTHER AT THE *DAILY BUGLE* THE OTHER DAY!

I... DIDN'T HAVE ANY PLANS FOR THIS EVENING, AND I WAS WONDERING IF YOU'D LIKE TO MEET ME AT MAXWELL'S PLUM FOR A BIT OF DINNER.

MAXWELL'S PLUM CAFÉ MAXWELL'S PLUM

DINNER?! WHAT TIME IS IT?

NOW? ABOUT A QUARTER TO SEVEN.

QUARTER TO SEVEN?!?

I'VE BEEN ASLEEP NEARLY TEN HOURS!

UH, THANKS, BUT I REALLY CAN'T MAKE IT! MAYBE SOME OTHER TIME! 'BYE!

WHAT? HELLO?

I DON'T BELIEVE IT! HE... HE HUNG UP ON ME!

KLIK

MUST'VE BEEN MORE WORN OUT THAN I THOUGHT! HEAD STILL FEELS LIKE BEES ARE LIVING IN IT!

AND MY STOMACH THINKS MY THROAT'S BEEN CUT!

I'LL HAVE TO GET BY WITH A SAND-WICH AND A BLAST OF MILK... NO TIME FOR ANYTHING MORE!

BOLTING DOWN HIS MAKE-DO DINNER, THE AMAZING SPIDER-MAN IS SOON SWINGING OVER THE CITY STREETS TO THE CLOSER OF HIS DESTINATIONS...

...AN OLD, ILL-KEPT WAREHOUSE JUST OFF 23rd STREET AND NINTH AVENUE.

WAREHOUSE 5

BAR

THIS PLACE IS BOARDED UP TIGHTER THAN A DRUM, BUT THAT DOESN'T MEAN ANYTHING. AFTER THAT ARTICLE IN TODAY'S PAPER, ANYONE WHO'S BEEN LIFTING OSBORN'S OLD EQUIPMENT--

--WOULD START PLAYING THINGS A LOT MORE CAUTIOUSLY! BLAST IT!

WHOEVER IT IS HAS ALREADY BEEN HERE! THE PLACE HAS BEEN PICKED CLEAN... AND RECENTLY, FROM THE MARKS ON THE FLOOR!

THAT'S BAD... REAL BAD. I'M LEFT WITH ONLY ONE PLACE TO CHECK, AND HE COULD HAVE STRUCK THERE ALREADY, TOO!

THE GOBLIN HAD A LAIR IN THE BACK OF THE OLD VILLAGE THEATER, OFF SECOND AVENUE. THERE HASN'T BEEN A PRO-DUCTION THERE SINCE I WAS AN UNDERGRAD*...

VILLAGE

* CIRCA ISSUE #96.

...SO WHY IS THE STAGE DOOR LIGHT ON?

MAYBE SOMEONE TURNED IT ON BY MISTAKE? SOMEONE INSIDE?!

MY SPIDER-SENSE IS BUZZING A FULL-SCALE WARNING! THIS MUST BE--

BAR

--THE PAYOFF!

KROOM

SPIDER-MAN? HERE...NOW?!?

RIGHT AS RAIN, FRIGHT-FACE! WHO ARE YOU SUPPOSED TO BE?

THE COSTUME IS FAMILIAR, BUT IF YOU'RE TRYING TO BE THE GREEN GOBLIN, YOU'RE USING THE WRONG COLOR SCHEME!

HE SURE HAS THE GOBLIN'S OLD GIMMICKS UP HIS SLEEVE, THOUGH!

CHOOM

CHOOM

NICE TRY, CHUCKLES, BUT YOU'LL HAVE TO BE FASTER THAN THAT!

I MUST GET OUT OF HERE! I'M NOT PREPARED TO DEAL WITH HIM, YET! BESIDES--

--THERE'S NOTHING OF VALUE HERE FOR ME!

HEY, DON'T FLY OFF IN A HUFF! I'VE HARDLY HAD A CHANCE TO SAY, "HI!"

THWIP

IF THIS CHARACTER THINKS HE CAN LOSE ME THAT EASILY, HE'S DEAD WRONG!

WHAT'S YOUR HURRY, BLABBERMOUTH? DON'T TELL ME THAT YOU'RE AFRAID OF LI'L OL' ME?!

THE HOBGOBLIN FEARS NO ONE!

KA-BLAM

HOBGOBLIN, HUH?

WELL, HE CERTAINLY PLAYS FOR KEEPS! THAT PUMPKIN-BOMB PACKED MORE EXPLOSIVE THAN ANY THE OLD GOBLIN EVER CARRIED!

THIS GUY IS EITHER FOOLHARDY OR INEXPERIENCED OR BOTH! PROBABLY *BOTH!*

THWAP

IF YOU JUST WANTED TO PLAY CATCH, HOBBY, YOU SHOULD HAVE SAID SO!

HERE, *CATCH!*

=?!?=

ALL THE STORIES-- ALL THE ACCOUNTS OF HIS EXPLOITS-- FAIL TO DO SPIDER-MAN JUSTICE. I CLEARLY CAN'T OUTRUN HIM--

--SO I'D BEST TRY A LITTLE *OFFENSE!*

HE MUST BE GETTING DESPERATE--

--TOSSING THESE CORNBALL *BATS* AT ME! THEY CAN'T BE MORE THAN A MOMENTARY ANNOYANCE.

SO HOW COME MY SPIDER-SENSE IS TINGLING?

YOWTCH! THERE'S THE ANSWER... THESE BABIES ARE RAZOR SHARP!

I DON'T KNOW WHAT KEEPS 'EM AIRBORNE, BUT THEY'RE SWARMING AROUND ME LIKE FLIES AROUND OVERRIPE FRUIT!

I'M FAST ENOUGH TO AVOID ALL BUT THE MOST SUPERFICIAL NICKS AND CUTS!

OKAY, HOBBY, YOU JUST MADE ME MAD! AND THAT WAS A BIG MISTAKE!

REALLY?

IT WAS A MISTAKE, ALL RIGHT... FOR *ME!* I TELEGRAPHED THAT LEAP BY A MILE!

ME AND MY BIG MOUTH!

A FOOLISH MOVE, MY FRIEND. FORTUNATELY, I HAVE AN ITEM IN MY BAG OF TRICKS--

--WHICH WILL ENABLE ME TO TAKE GREATER ADVANTAGE OF YOUR ERROR!

WHOOSH

THE AMAZING SPIDER-MAN... *BIG DEAL!* RIGHT NOW I FEEL MORE LIKE THE AMAZING DOOFUS!

AFTER ALL I'VE BEEN THROUGH IN THE PAST FEW DAYS, MY MIND MUST STILL BE ON HOLD! I'D BETTER SNAP TO IT BEFORE--!

UH-OH, THERE GOES MY SPIDER-SENSE AGAIN! BUT IT'S SUCH A MILD BUZZ, WHAT COULD IT BE THIS TIME?

BUH-WHAM

GAS! THAT FIGURES. THE GREEN GOBLIN HAD A WHOLE RANGE OF GAS-BOMBS IN HIS ARSENAL.

UNFORTUNATELY FOR OL' HOBBY, I GOT MYSELF A GOOD LUNGFUL OF AIR BEFORE HIS LITTLE PARTY-FAVOR WENT OFF! THIS STUFF WON'T EVEN SLOW ME DOWN!

WHAT'S MORE, I CAN USE IT AS GROUND COVER FOR THE NEXT FEW MOMENTS!

HOBGOBLIN CAN'T SEE ME, BUT IF I CONCENTRATE ON THE OL' SPIDER-SENSE, I OUGHT TO BE ABLE TO DRAW A BEAD ON HIM--

--WITH NO TROUBLE!

THWIP

THWAP

PLANTING HIS FEET FIRMLY ON THE PAVEMENT, SPIDER-MAN CALLS UPON HIS UNCANNY CLINGING ABILITY TO STAND HIS GROUND. HIS WEBBING STRETCHES TO THE END OF ITS ELASTIC POINT--AND HOLDS! SO THAT...

THAT'S IT! COME TO EARTH, BABY!

CON ED

THOOOM

WELCOME BACK, HOBGOBLIN! THE MASQUERADE'S OVER AND IT'S TIME FOR YOU TO UNMASK!

NO!

NO, HE MUSTN'T DISCOVER WHO I AM! THE DISGRACE WOULD BE TOO GREAT!

HOLEE--!

PTOOMM

HIS HAND-BLASTER RIPPED INTO THE STREET EXCAVATION AND BLEW A GAS LINE!

AND THE EXPLOSION WEAKENED A SECOND LINE! THE FIRE IS SPREADING--THIS WHOLE NEIGHBORHOOD COULD GO UP IN FLAMES--

--IF I DON'T DO SOMETHING FAST!

IN SECONDS, USING A HALF-TON STEEL PLATE, THE MIGHTY MASKED ADVENTURER SCOOPS ASIDE HUNDREDS OF POUNDS OF ASPHALT AND GRAVEL...

THERE! THAT'S WHAT I'M LOOKING FOR--

--THE MAIN FEEDER LINE!

KER-RIMP

NO GAS... NO FIRE!

IT WORKED! THE DANGER'S OVER.

NO, SCRATCH THAT...

... THE FIRE IS OUT. THAT'S ALL.

HOBGOBLIN GOT AWAY.

INDEED, AT THAT MOMENT, A SCORE OF BLOCKS AWAY...

I-I KNEW THAT SPIDER-MAN WOULD BE A DIFFICULT OPPONENT, BUT I NEVER IMAGINED HE WOULD BE LIKE THIS!

I FEEL AS THOUGH I'VE JUST RUN IN A MARATHON... HEART'S POUNDING, EVERY MUSCLE ACHES. IT'S ALL I CAN DO TO HANG ONTO MY JET-GLIDER!

HOW ON EARTH WAS THE GREEN GOBLIN ABLE TO STAND UP TO SPIDER-MAN AS MANY TIMES AS HE DID?

HE MUST HAVE HAD SOME SECRET... BUT WHAT? I MUST FIND OUT! I *WILL* FIND OUT!

AND WHEN I DO, I SHALL HUMBLE SPIDER-MAN AS HE'S NEVER BEEN HUMBLED BEFORE!

AND, BACK IN GREENWICH VILLAGE...

BRO-*THER!* TODAY'S BEEN A TOTAL WASH-OUT!

I SLEPT MOST OF THE DAY AWAY... I LET THE HOBGOBLIN GET AWAY FROM ME... AND I THINK I MAY HAVE BURNT MY HAND IN THE PROCESS! WONDERFUL!

AT LEAST I KNOW WHAT I'M UP AGAINST IN THE HOBGOBLIN! OF COURSE, I STILL DON'T KNOW *WHO* HE IS... OR IF HE KNOWS WHO I AM!

THAT SHOULD BOTHER ME MORE--

--BUT RIGHT NOW, WITH DR. OCTOPUS STILL ON THE LOOSE AND THE BLACK CAT ON THE CRITICAL LIST, I JUST CAN'T MUSTER ENOUGH ENERGY TO WORRY.

WHAT A LIFE!

THINK I'LL GO HOME, PUT ON MY SPARE COSTUME, AND GO SEE IF FELICIA'S IMPROVED ANY. YEAH... AND MAYBE GRAB A DONUT ON THE WAY.

THERE'S ONE GOOD POINT ABOUT ALL THIS... THINGS COULDN'T POSSIBLY GET ANY WORSE.

COULD THEY?

END?

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the AMAZING SPIDER-MAN®

TM

WINGS OF VENGEANCE!

J.R.JR. + LAYTON

STAN LEE PRESENTS

WINGS OF VENGEANCE!

SOME THINGS NEVER CHANGE.

SPIDER-MAN IS STILL MAKING NEWS BACK EAST!

CHICAGO SUN TIMES

LOS ANGELES TIMES

EARTHQUAKE!!

ROSEN NAMED LETTERER OF THE YEAR

Editorial by TOM DEFALCO

DALLAS H... STERN WRITES AGAIN

TEMP TIMA...

WBA REMATCH SCHEDULED

ROUGHHOUSE ROMITA JR. TO MEET BABYFACE BOB LAYTON! ARTISTS FIGHT!

PLAY DINGO -

DAILY BUGLE

WIN CASH - P. 25

GANGLAND WARS?

OUT OF TOWN

STARTS TODAY! COLOR SECTION BY BOB SHAREN

SHOOTER INDICTED EDITOR-IN-CHIEF CHARGED IN KICKBACK SCANDAL!!

SPIDER-MAN? YOU DON'T BELIEVE THAT BUNK, DO YA?

DON'T YOU, SMITTY?

I DON'T BELIEVE NUTHIN' WHAT'S IN THEM NEW YORK PAPERS! WOULDN'T EVEN CARRY THE *BUGLE*, IF YOU WEREN'T HERE TO ASK FOR IT!

YES, WELL, I DO ENJOY KEEPING UP WITH THE NEWS FROM MY OLD STOMPING GROUNDS.

TSK-TSK! STORY HERE SAYS THAT SPIDER-MAN'S BEEN CAUGHT IN THE MIDDLE OF SOME WAR WITH THE UNDERWORLD!

IMAGINE THAT!

YOU'LL HAVE TO DO THAT FOR ME--I STILL SAY IT'S BUNK! AIN'T NO SUCH THING AS A SPIDER-MAN!

OH, MR. TOOMES! THE SUN CITY GIN RUMMY CLUB IS LOOKING FOR NEW MEMBERS! WOULD YOU BE INTERESTED?

NEWSPAPERS

UH, NO... BUT THANK YOU FOR ASKING, MRS. ZEWICKY!

GIN RUMMY?! I WISH MY GENERATION DISPLAYED A LITTLE MORE AMBITION!

GO'WAY

THE SOUTHWEST IS POTENTIALLY ONE OF THE RICHEST PARTS OF THE WORLD! THERE'S MONEY OUT HERE JUST WAITING TO BE TAKEN!

WHY, SINCE I'VE MOVED OUT HERE, MY WEALTH HAS GROWN BY LEAPS AND BOUNDS!

THE LOCAL POLICE DON'T EVEN SUSPECT I'M IN THE AREA! AND NO ONE THINKS TO LOOK FOR *THE VULTURE* IN A RETIREMENT VILLAGE!

IT'S TOO BAD ABOUT SPIDER-MAN, THOUGH... TOO BAD HE HASN'T GOTTEN KILLED YET.

IT LOOKS LIKE DR. OCTOPUS AND THE OWL HAVE BEEN RUNNING HIM RAGGED,* GOOD... SAVES ME THE TROUBLE!

I'M NOT ABOUT TO GIVE UP THIS COZY NEST JUST TO STAMP OUT THAT BLASTED WALL-CRAWLER!

*SEE RECENT ISSUES OF SPECTACULAR SPIDER-MAN!

BUT, AS THE VULTURE FLIPS THROUGH HIS PAPER...

SINESS

BESTMAN ELECTRONICS WILL BE THERE! THE HIGH-TECH EXPO ALL THIS WEEK NY COLISEUM

WHAT?!

BESTMAN?! THAT @xx%☆@xx IS BACK IN BUSINESS?!?

BRRT-BRRT HELLO, SONGBIRD TRAVEL SERVICE... MS. KING SPEAKING--

-- HOW MAY I HELP YOU?

I WANT TO BOOK AIR PASSAGE TO NEW YORK CITY.

YES, SIR. FOR WHAT DAY?

TODAY!

I'M SORRY, ALL OF TODAY'S FLIGHTS ARE BOOKED SOLID. WILL TOMORROW DO?

YES, YES... THE EARLIEST FLIGHT YOU CAN GET ME ON! THIS IS URGENT! I MUST GET THERE AS SOON AS POSSIBLE!

NEW YORK CITY, MANY HOURS LATER...

PETER PARKER IS **NOT** ENJOYING A GOOD NIGHT'S SLEEP!

NO... LEAVE ME ALONE!

HOW MANY TIMES DO I HAVE TO FIGHT YOU?

UNTIL WE DESTROY YOU, SPIDER-MAN!

SOON... VERY SOON!

DON'T RUN, LOVE!

HUH? THAT SOUNDS LIKE...

...FELICIA!

THEY'RE GONE NOW, DARLING! WE'VE BEATEN THEM--JUST LIKE WE PLANNED!

YOU'RE OKAY? BUT...YOU WERE IN THE HOSPITAL! YOU NEARLY DIED!

I'M MUCH BETTER NOW, LOVER!

IN FACT, I'M GOOD AS NEW! COME TO ME... KISS ME!

WHAT'S THE MATTER, BIG BOY? WHY ARE YOU HOLDING BACK?

DON'T TELL ME THAT YOU'RE AFRAID OF LITTLE OL' MEEEEEEEE

EEE-HEE-HEE-HEE!

WELL, YOU'D BETTER BE AFRAID! *THE HOBGOBLIN* WILL BE THE DEATH OF YOU, SPIDER-MAN!

YOU CANNOT RUN AWAY FROM ME, FOOL!

YOU ARE THE ONE RESPONSIBLE FOR ME!

RESPONSIBLE! *RESPONSIBLE!*

HALT! YOU *ARE* RESPONSIBLE!

AND THE ONLY FITTING PUNISHMENT FOR THAT IS *DEATH!*

NO!!

WHOA! THAT WAS ONE OF THE WORST NIGHTMARES I'VE EVER HAD!

I GUESS IT WAS JUST A MATTER OF TIME BEFORE ALL THE CRAZINESS THAT'S BEEN MUCKING UP MY LIFE LATELY--

--SPILLED OVER INTO MY DREAMS! I COULD ALMOST FEEL THOSE WHIRLING WRIST BLADES OF THE *GLADIATOR!* ÷BRRR!÷

I'LL NEVER GET BACK TO SLEEP NOW ...MIGHT AS WELL GET UP!

KLIK

OH, DANDY! MY LIGHTS ARE EVEN MORE BURNT OUT THAN I AM!

THIS'LL TEACH ME NOT TO BUY THOSE BARGAIN-BRAND BULBS!

I MUST BE GOING THROUGH ONE A MONTH! OH, WELL...

...AT LEAST IT'S NO HASSLE CHANGING THEM!

MAYBE THIS IS ALL THAT BEING SPIDER-MAN IS GOOD FOR-- CHANGING LIGHT BULBS! I SURE HAVEN'T BEEN ANY GREAT SHAKES IN THE HERO BIZ LATELY!

DOC OCK GOT AWAY FROM ME... THIS NEW HOBGOBLIN CREEP GOT AWAY FROM ME!

MAYBE I'D FEEL BETTER IF I TRIED TRACKING DOWN...OH, *NO!* THAT CLOCK CAN'T BE RIGHT!

IT IS. I'VE SLEPT THE WHOLE MORNING AWAY!

WAY TO GO, RIP VAN PARKER! WHAT'S WRONG WITH ME? ALL I SEEM TO DO LATELY IS SLEEP!

MAYBE IF I GOT OUT OF THE CITY FOR THE DAY... GOT A LITTLE CHANGE OF SCENERY--?

YEAH! THAT'S THE TICKET!

MOMENTS LATER...

NO NEED TO LET THE COBWEBS GROW ON MY HEAD IN MANHATTAN...

...NOT WHEN THE TREE-LINED STREETS OF MY BOYHOOD ARE JUST A FEW MINUTES AWAY, AS THE SPIDER SWINGS!

IT MUST BE AT LEAST A WEEK SINCE I LOOKED IN ON AUNT MAY AND HER BOY FRIEND NATHAN! AS SCREWY AS MY LIFE HAS BEEN--

BESIDES, THIS IS THE TIME OF YEAR WHEN AUNT MAY GETS DOWN TO SOME SERIOUS BAKING! I'LL BET ANYTHING SHE HAS A PIE IN THE OVEN! *MMM-MMH!*

KLUNK

--IT'S REASSURING TO VISIT SOMEBODY WHO HAS A STABLE, LOVING RELATION-SHIP. IT GIVES A FELLA HOPE!

BUT, AS THE WONDROUS WEB-SLINGER DISAPPEARS INTO THE EAST, BACK AT HIS APARTMENT BUILDING--

-- A CERTAIN YOUNG LADY TRIES IN VAIN TO GAIN ENTRANCE...

COME ON, PARKER! YOU'RE NOT IN ANY OF YOUR OTHER HAUNTS... YOU HAVE TO BE HOME!

BZZ BZZ

WELL! GOOD AFTERNOON, YOUNG LADY! COULD I BE HELPING YOU?

MAYBE YOU COULD! DO YOU KNOW IF PETER PARKER IS IN?

ACH, WHO CAN SAY? HE'S ALWAYS DASHING HERE AND THERE! SUCH A NICE YOUNG MAN, THOUGH! I CAN UNDERSTAND WHY YOU'D BE WANTING TO SEE HIM!

SO MANY YOUNG PEOPLE TODAY HAVE NO RESPECT FOR ANYTHING. BUT PETER--! HE'S A REAL *MENTSH* ...IF YOU KNOW WHAT I MEAN, MISS--?

POWELL... AMY POWELL! AND, YES, I THINK I DO.

I'VE BEEN TRYING TO GET TO KNOW PETER PARKER FOR THE BETTER PART OF A MONTH, BUT HE KEEPS ELUDING ME. AND THE MORE I FOUND OUT ABOUT HIM, THE LESS I SEEM TO LEARN. WEIRD...

...BUT DEFINITELY INTRIGUING!

AT THAT MOMENT, APPROACHING MANHATTAN FROM THE WEST...

THE MORNING FLIGHT TO NEWARK--*BAH!* WE MUST HAVE MADE SIX STOPS ALONG THE WAY!

I COULD ALMOST HAVE MADE BETTER TIME BY FLYING UNDER MY OWN POWER!

BUT NO MATTER! THE DELAYS HAVE ONLY SERVED TO FUEL MY RAGE! EXPENDING IT ON MY OLD FOE WILL BE MOST PLEASING!

EYES ABLAZE, THE AGED CRIMINAL SWOOPS ACROSS THE ROOFTOPS OF THE GREAT CITY--

--ALIGHTING FINALLY ATOP THE GULF & WESTERN BUILDING. FROM THIS HIGH VANTAGE, THE VULTURE COMMANDS A PERFECT VIEW OF COLUMBUS CIRCLE--

--AND HIS ULTIMATE DESTINATION!

HIGH-TECH EXPO
BY INVITATION ONLY

WHEN I GET THROUGH WITH GREGORY BESTMAN, HE'LL WISH HE'D NEVER BEEN BORN!

MEANWHILE, IN THE NEW YORK CITY BOROUGH OF QUEENS...

NEW BUILDINGS MAY GO UP, AND OLD ONES COME DOWN, BUT THE TRAFFIC ON QUEENS BOULEVARD NEVER CHANGES!

NEVER THOUGHT I'D BE GETTING NOSTALGIC OVER DIESEL FUMES!

SPEAKING OF NOSTALGIC... THERE'S A PLACE I HAVEN'T BEEN IN YEARS... THE GENERAL TECHTRONICS LABS SCIENCE HALL!

HERE'S WHERE SPIDER-MAN GOT HIS START!

GTL

IF THE SAFETY SHIELDING ON THEIR EXHIBITS HAD BEEN A LITTLE STRONGER, THEN THE SPIDER THAT BIT ME THERE WOULDN'T HAVE BEEN RADIOACTIVE... AND I WOULDN'T HAVE THESE CRAZY POWERS!

I WOULD HAVE REMAINED A NORMAL MIDTOWN HIGH SOPHOMORE!

AH, MIDTOWN HIGH--THE OLD ALMA MATER! I DON'T THINK I'VE BEEN BACK HERE SINCE GRADUATION.

I CAN LOOK BACK AT HIGH SCHOOL NOW AND LAUGH, BUT IT DIDN'T SEEM SO FUNNY THEN! THINGS SURE HAVE CHANGED.

IN THOSE DAYS I WAS "PUNY PARKER"... THE CLASS NERD... THE LITTLE PROFESSOR... THE GUY WITH THE GLASSES.

"NONE OF THE GIRLS WOULD GIVE ME THE TIME OF DAY... AND I WAS THE BUTT OF A THOUSAND JOKES. BECOMING SPIDER-MAN WAS THE ONLY RELEASE I HAD.

"HMM... MAYBE THINGS HAVEN'T CHANGED SO MUCH AFTER ALL!"

SWINGING ON, SPIDER-MAN TURNS DOWN A QUIET RESIDENTIAL STREET...

AH, YES! THE OLD HOMESTEAD!

IT'S ALWAYS A TREAT TO COME BACK HERE FOR A VISIT.

OF COURSE, IN THE OLD DAYS, I'D HAVE SWUNG IN THROUGH AN ATTIC WINDOW--

--INSTEAD OF SLIPPING ON MY STREET CLOTHES IN A TREE.

BUT HEY, EVERYTHING CAN'T REMAIN THE SAME!

THE PLACE SURE IS QUIET TODAY. AUNT MAY'S NEW BOARDERS MUST BE OFF ON AN OUTING.

GEE, I HOPE SHE'S HOME!

LUCKILY, AFTER A SINGLE RING OF THE BELL...

PETER! WHAT A WONDERFUL SURPRISE! OH, THIS HAS BEEN A DAY FOR NICE SURPRISES!

=MMM-MM=

GOOD! IT'S ALWAYS FUN TO BE PART OF A SURPRISE--

--BUT WHAT'S THE OTHER ONE? LET ME GUESS... YOU'VE BEEN NAMED MANAGER OF THE YANKEES!

NO, SILLY! I JUST GOT A LETTER FROM ANNA WATSON, AND SHE'S COMING NORTH FOR A VISIT!

GREAT! YOU CAN *BOTH* MANAGE THE YANKEES!

OH, YOU SCAMP!

YOU'RE AS BAD AS NATHAN! WHY DON'T I GET US SOME PIE?

YOU DO THAT, MAY--AND I'LL SHOW PETE MY NEW TOY!

HOW'S IT GOIN', PETE?

THINGS HAVE PROBABLY BEEN BETTER, NATE. HOW'S BY YOU?

OH, I DON'T GET TO PITCH AS MUCH WOO WITH YOUR AUNT WHEN THE OTHER BOARDERS ARE AROUND, BUT THINGS ARE PRETTY GOOD!

C'MON, YOU GOTTA SEE THIS!

WE JUST GOT A CABLE TV HOOKUP --PULLS IN CHANNELS FROM ALL OVER! I WATCHED AN OLD RITZ BROTHERS FLICK OUT OF PHILLY LAST NIGHT!

OF COURSE, THE WILDEST STUFF IS ON THIS PUBLIC ACCESS CHANNEL! I TELL YA, PETE, THIS THING COULD BRING VAUDEVILLE BACK...AND KILL IT ALL OVER AGAIN!

HI! THIS IS *CARL'S CORNER* ON ACCESS CHANNEL D!

WELCOME TO OUR FIRST LIVE REMOTE! WE'RE HERE AT THE NEW YORK COLISEUM--

--TO COVER THIS YEAR'S HIGH-TECH EXPO. AND WHILE WE CAN'T ACTUALLY TAKE YOU INSIDE, I THINK WE CAN TALK TO A FEW OF THE...

YIKES!

WHAT THE DEVIL IS *THAT*?!

HARV, SWING THE CAMERA AROUND-- *QUICK!*

LOOK... UP IN THE SKY!

SON OF A--! THAT'S OLD ABE TOOMES--*THE VULTURE!*

AFTER THAT MESS HE CAUSED AT THE NURSING HOME,* I DIDN'T EXPECT TO EVER SEE HIS KISSER AGAIN!

*ISSUE #224.

HE'S LANDED ON TOP OF THE COLISEUM... LOOKS LIKE HE'S FIXING TO GO INSIDE! WHAT THE BLAZES DO YA THINK HE'S UP TO, PETE?

PETE?

BUT PETER PARKER IS ALREADY OUT OF THE DOOR AND A HALF BLOCK AWAY...

I'D NEARLY PUT THE VULTURE OUT OF MY MIND. HE GOT AWAY FROM ME LAST TIME...

...JUST LIKE DR. OCTOPUS ...JUST LIKE THE HOBGOBLIN!

IF HE HARMS ANYONE, IT'LL BE MY FAULT... MY RESPONSIBILITY!

I WON'T LET THAT HAPPEN!

NO ONE'S GOING TO GET HURT THIS TIME!

NO ONE!

MINUTES LATER...

COLUMBUS CIRCLE IS ALREADY JAMMED WITH EMERGENCY VEHICLES, AS SPIDER-MAN STASHES HIS WEBBED-UP STREET CLOTHES ON A NEARBY ROOFTOP AND DROPS IN...

HE'S CHAIN-LOCKED ALL THE EXITS! I WANT MARKSMEN DEPLOYED THERE, THERE, AND...

SPIDER-MAN?!?

SORRY TO CRASH YOUR PARTY, LT. KEATING--

--BUT I FIGURED THAT YOU AND YOUR BOYS COULD USE A HAND.

WELL, YOU FIGURED WRONG! THIS IS A POLICE MATTER! YOU STICK YOUR NOSE IN AND, SO HELP ME--!

KEATING, FOR ONCE IN YOUR LIFE, SHUT UP AND LISTEN!

THE VULTURE CAN BE A VERY DESPERATE CHARACTER! IF YOUR BOYS STORM THE COLISEUM, HE MIGHT JUST DECIDE TO KILL EVERYONE WHO'S IN THERE! YOU KNOW THAT!

BUT IF I GO IN, CHANCES ARE THAT HE'LL COME AFTER ME. HE HATES MY GUTS... EVEN MORE THAN YOU DO!

SO WHAT'S IT GONNA BE...YOUR WAY, OR MINE?

INSIDE THE HUGE EXHIBITION HALL...

WHERE IS GREGORY BESTMAN?!

ME? AFTER ALL THESE YEARS, HE'S *STILL* AFTER ME? HASN'T HE DONE ENOUGH ALREADY?

WHERE IS THAT DOUBLE-DEALING SLIME?

I KNOW HE WOULDN'T TRUST ANY UNDERLING TO MAN HIS DISPLAY!

HE MUST BE HERE!

KRASH

KROOM

BRING HIM TO ME --OR I SWEAR I'LL DESTROY EVERYTHING IN HERE!

WHEW! HE SOUNDS JUST CRAZED ENOUGH TO TRY IT!

HOLD ON EAGLE-BEAK! IT'S TIME WE HAD A TALK ABOUT YOUR ANTISOCIAL BEHAVIOR!

YOU?!!

WHU--?

BESTMAN ELECTRO

KR-AK

GREAT! HE'S SOUPED UP HIS FLYING SUIT AGAIN! HE'S FASTER THAN EVER! AND I FEEL LIKE A *GRADE-A* JERK!

IF I HADN'T GOTTEN COCKY-- IF I'D LAID MY STICKY LI'L FINGERS ON HIM, INSTEAD OF TRYING A CHOKE-HOLD--HE COULDN'T HAVE THROWN ME.

NOW, WHERE'D HE... UH-OH! MY SPIDER-SENSE IS GOING OFF! FEELS LIKE THERE'S DANGER--

--COMING IN FROM HIGH AND OUTSIDE.

WHAT THE--?!

KA-BOOM

SURPRISED, SPIDER-MAN? SO WAS I, WHEN I FOUND THESE! ONE OF THE EXHIBITORS, IT SEEMS, DEALS IN MUNITIONS!

QUITE ACCOMMO-DATING OF HIM TO SECRETLY BRING ALONG SOME SAMPLES, EH?

LIVE BOMBS AT A TRADE FAIR?

BAM BLAM BAM BOOM

THE ARMS RACE REALLY IS GETTING OUT OF HAND!

OUTSIDE...

LIEUTENANT, THOSE WERE EXPLOSIONS!

I HAVE EARS, BLUMBERG!

BREAK OUT THE HAMMERS AND BOLT CUTTERS! I WANT A TEAM AT EACH DOOR-- READY FOR WHEN I GIVE THE WORD!

WHILE...

I'VE EVADED SPIDER-MAN FOR THE MOMENT, BUT THESE DELAYS ARE KEEPING ME FROM FINDING THE MAN I WANT! I MUST FIND A WAY TO KEEP HIM OCCUPIED!

HMM...THIS REMOTE CONTROL UNIT JUST MIGHT DO THE TRICK!

NO USE IN HIDING, VULTURE! THIS HALL IS JUST ONE BIG OL' CAGE! COME OUT, COME OUT, WHEREVER YOU ARE!

A CAGE IT MIGHT BE, BUT IT IS YOU WHO ARE ENTRAPPED!

ROBOTS? YOU'RE SICCING ROBOTS ON ME?

THWAP

GIVE ME A BREAK, VULTCH!

I'VE BEEN UP AGAINST LIVING BRAINS, SPIDER-SLAYERS, AND ROBOTS OF EVERY SHAPE AND FORM!

COMPARED TO THEM, THESE INDUSTRIAL DOOHICKEYS ARE NOTHING!

NO, I TAKE THAT BACK!

THEY MAKE A DANDY MISSILE!

BLAST HIS HIDE!

KRANG

HE'S STILL PRACTICALLY UNBEATABLE! I'LL NEVER FIND BESTMAN NOW! I MUST RETREAT TO PLAN ANEW!

AH! THIS POWER SYSTEM SHOULD GIVE ME THE DIVERSION I NEED FOR MY GET-AWAY!

HIS HANDS DARTING ACROSS THE CONTROL PANEL, THE VULTURE ACTIVATES AN EXOTIC DIRECT CURRENT GENERATOR...

WOO-HOO-HOO!

MAN-MADE LIGHTNING! THIS CHAMBER OF THRILLS HAS EVERYTHING! EVEN WITH MY SPIDER-SENSE EARLY-WARNING BUZZ AND MY EVER-LOVIN' SPEED, I'M GONNA HAVE MY HANDS FULL AVOIDING THESE BABIES!

THE CROWD IS IN BIG TROUBLE! I HAVE TO GET IN THERE AND TURN THAT GIZMO OFF SOMEHOW!

W-WE'RE ALL GOING TO DIE! *RUN!* RUN FOR YOUR LIVES!

EH?

BESTMAN!

NO! OH, *NO!!*

MEANWHILE, HALFWAY ACROSS THE CHAMBER...

WHY THAT DIRTY BIRD! THAT LIGHTNING GIZMO IS DANGEROUS, ALL RIGHT--BUT ONLY IF YOU'RE GROUNDED AND WITHIN THE SPACE FORMED BY THESE CENTRAL PILLARS!

SOME SCIENCE WIZARD I AM! WHILE I'VE WASTED MY TIME HERE--

--HE'S GRABBED SOME POOR GUY!

IDIOT! MY FLYING SUIT MAKES ME MORE MANEUVERABLE THAN YOU CAN EVER HOPE TO BE!

GAAH!

SEZ YOU, VULTURE!

HE FELL FOR THE OLD CLUMSY ROUTINE! GREAT!

NOW, WHILE HE CIRCLES AROUND THE LIGHTNING ZONE, ALL I HAVE TO DO IS TAKE A LITTLE SHORTCUT--

BOONK

--FLIP UP INTO THE SHADOWS, AND WAIT FOR HIM BY THE MAIN VENT!

THIS IS WHERE HE CAME IN, AND IT'S THE ONLY WAY OUT FOR HIM AND HIS CAPTIVE!

BUT, AT THE VERY INSTANT SPIDER-MAN MAKES CONTACT WITH THE CEILING, THE LIGHTNING MACHINE CUTS LOOSE WITH YET ANOTHER RANDOM BOLT!

STREAKING OUT AT JUST UNDER THE SPEED OF LIGHT--

--THE BOLT MAKES CONTACT WITH THE METAL CEILING GRID UPON WHICH SPIDER-MAN FINDS HIMSELF GROUNDED!

YAAAH!

A NORMAL MAN WOULD HAVE BEEN SHOCKED SENSELESS ...OR KILLED.

BUT, AS SPIDER-MAN DROPS, HE STUBBORNLY CLINGS TO CONSCIOUSNESS.

MUST... STOP VULTURE...

TWISTING, TURNING IN MIDAIR, THE GROGGY MASKED MAN MAKES A DESPERATE GRAB...

MEDDLING FOOL! THIS IS NONE OF YOUR CONCERN! LET GO OF ME!

YOU HEAR? LET GO!

KRAK

W-WHAT'RE YOU --? NO! NO! DON'T TOUCH ME!!

WHAK WHAK

HEY, DON'T! YOU... STUPID...

...JERK! I'M... TRYING TO HELP!

NO USE... HE'S... HYSTERICALLL÷

IT'S JUST OVER TWENTY-FIVE FEET TO THE CONCRETE FLOOR BELOW...

...FAR ENOUGH TO KILL A MAN WHO DOESN'T KNOW HOW TO FALL.

AND WHAT CHANCE DOES A MAN HAVE IF HE'S UN-CONSCIOUS?

THUD

AH-HAH-HAH-HAH-HAH-HAH

LIEUTENANT, LOOK! THE VULTURE'S ESCAPING!

OUTSIDE THE HALL, THE POLICE TASK FORCE SPRINGS INTO ACTION.

INSIDE, A FEW OF THE COOLER HEADS AMONG THE EXHIBITORS MANAGE TO SHUT DOWN THE LIGHTNING GENERATOR.

BUT IT WILL BE MANY MINUTES BEFORE ANYONE CAN GET CLOSE TO THE STILL FORM WHICH LIES CRUMPLED IN THE MIDDLE OF THE COLISEUM. FAR TOO MANY MINUTES...

TO BE CONTINUED?

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MARVEL® COMICS GROUP

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the AMAZING SPIDER-MAN®

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TM

J.R. JR. + AUSTIN

"IN THE BEGINNING..."

IN HIS YOUTH, PETER PARKER WAS BITTEN BY A RADIOACTIVE SPIDER. ANYONE ELSE WOULD HAVE COME DOWN WITH RADIATION POISONING...BUT THERE WAS SOMETHING DIFFERENT ABOUT PETER'S BODY CHEMISTRY.

INSTEAD OF FALLING DEATHLY ILL, HE BECAME...

the AMAZING SPIDER-MAN®

TODAY, HIS STRENGTH AND HIS AGILITY HAVE BECOME LEGENDARY. HIS ABILITY TO CLING TO ANY SURFACE ASTOUNDS ALL WHO WITNESS IT.

ALMOST UNKNOWN TO THE PUBLIC IS HIS BIZARRE SPIDER-SENSE... A SORT OF MENTAL EARLY-WARNING SYSTEM WHICH ALERTS HIM TO IMPENDING DOOM.

ONCE ALERTED, HIS AMAZING REFLEXES ARE MORE THAN ENOUGH TO WHISK HIM OUT OF DANGER.

USUALLY.

STAN LEE PRESENTS / ROGER STERN SCRIPTER / JOHN ROMITA JR. & FRANK GIACOIA ARTISTS
JOE ROSEN LETTERER / GLYNIS WEIN COLORIST / TOM DEFALCO EDITOR / JIM SHOOTER EDITOR-IN-CHIEF

THE NEW YORK COLISEUM...

IS...IS HE DEAD?

EXIT

HE WAS FIGHTING THE *VULTURE*... HIT WITH ENOUGH ELECTRICITY TO KILL A MOOSE... AND FELL 25 FEET! WHAT DO *YOU* THINK?

SEE, LIEUTENANT! I TOLD YA WE WOULDN'T NEED BOLT-CUTTERS!

SHUT UP, BLUMBERG!

ALL RIGHT, EVERYBODY-- THIS IS THE POLICE! WHAT'S GOING ON HERE?

KATANG

IN SECONDS, LT. KRIS KEATING GETS HIS ANSWERS...

...AND AFTER HE SAW SPIDER-MAN FALL, THE VULTURE JUST LAUGHED AND FLEW AWAY THROUGH THE MAIN AIR VENT.

I SEE. YOU SAY THE VULTURE TOOK THIS VESTMAN GUY WITH HIM?

BESTMAN! GREGORY BESTMAN OF BESTMAN ELECTRONICS!

HEY, LIEUTENANT! I'VE FOUND A PULSE! SPIDER-MAN'S ALIVE!

S.F.

WHAT?! THAT CAN'T BE! AFTER ALL HE'S BEEN THROUGH, HE OUGHT TO BE DEAD!

KEATING... THE WAY I FEEL... I ALMOST WISH I WERE!

YOU STUPID @#☆××@! I SHOULD HAVE MY HEAD EXAMINED FOR LETTING YOU TRY TO STOP THE VULTURE BY YOURSELF!

S.F.

TAKE IT DOWN A FEW DECIBELS, WILL YA? MY HEAD HURTS ENOUGH AS IT IS!

YOU NOT ONLY FAILED TO STOP THE VULTURE, BUT YOU LET HIM GET AWAY WITH A HOSTAGE!

I MUST HAVE BEEN CRAZY TO GIVE YOUR BONEHEADED PLAN A CHANCE! FROM WHAT I'VE HEARD, YOU COULDN'T EVEN KEEP YOUR LADY FRIEND--THE BLACK CAT--FROM GETTING SHOT UP!*

S.F.

*SPECTACULAR SPIDER-MAN #76.

ALL RIGHT, THAT'S ENOUGH! I SAID I'D NAB THE VULTURE AND I WILL!

NOW...DO YOU HAVE ANY 'COPTERS OUT LOOKING FOR HIM?

Y-YEAH.

GOOD. I'LL NEED THIS.

SNAP

HEY, WHERE DO YOU THINK--?!

I'M GOING TO NAIL THE VULTURE FOR YOU...JUST LIKE I PROMISED!

HE'S ESCAPING --THE SAME WAY THE VULTURE DID!

SIR, SHOULD WE--?

HOLD YOUR FIRE! THAT @#××☆%@ HAS MY 'TALKIE!

GILHOULEY, GIVE ME YOURS!

O-OKAY, SIR!

SPIDER-MAN?!

SPIDER-MAN!!

I KNOW YOU CAN HEAR ME, YOU %6xx☆#! ACKNOWLEDGE!

A LITTLE LOUDER, AND HE WOULDN'T NEED A RADIO!

GIVE IT A REST, KEATING, YOU'LL GET YOUR RADIO BACK! BY THE WAY, YOU REALLY SHOULD WATCH YOUR LANGUAGE WHEN YOU USE THE PUBLIC AIRWAVES! OVER AND OUT!

I'LL NEED THIS RADIO TO FIND THE VULTURE. I MANAGED TO STICK A SPIDER-TRACER TO HIM BEFORE I PASSED OUT--

-- BUT I'LL NEED TO GET IN CLOSER PROXIMITY TO HIM TO PICK UP THE TRACER'S IMPULSES.

ANY POLICE SPOTTINGS THAT ARE BROADCAST WILL BE A HELP!

LISTENING INTENTLY, SPIDER-MAN HEADS SOUTHWARD. IN MOMENTS, HE'S SWINGING PAST MADISON SQUARE GARDEN.

AND BENEATH THE GARDEN, IN PENN STATION...

YOUR ATTENTION, PLEASE! THE SUNSHINE LIMITED HAS ARRIVED AT GATE 12. REPEAT...

...AT GATE 12.

PHONE

YOU WON'T HAVE TO LOOK FOR A PLACE TO STAY AFTER ALL, DEAR!

WHAT? SORRY, I WASN'T LISTENING!

I GOT THROUGH TO MAY PARKER, DEAR--

--AND SHE OFFERED TO PUT ***BOTH*** OF US UP WHILE WE'RE IN THE CITY!

THAT'S AWFULLY NICE OF HER, AUNT ANNA. BUT I'LL PROBABLY JUST BE SPENDING ONE NIGHT.

AFTER ALL, YOU AND MAY HAVE A LOT OF CATCHING UP TO DO. AND I HAVE FRIENDS I CAN CRASH WITH...

...LOTS OF FRIENDS.

ARE YOU SURE?

HEY, ARE YOU KIDDING? I'LL NEED A SOCIAL SECRETARY TO HANDLE ALL THE INVITATIONS ONCE WORD GETS OUT THAT ***MARY JANE WATSON*** IS BACK IN TOWN!

COME ON... LET'S GO SET THE BIG APPLE BACK ON ITS HEELS!

AT THAT MOMENT, IN THE MIDDLE OF NEW YORK HARBOR--

--A PROUD SHIP OF THE STATEN ISLAND FERRYLINE CHUGS TOWARDS MANHATTAN.

BUT, ON THE FERRY'S BRIDGE...

WHAT IN BLAZES IS ***THAT?!***

EMERGENCY! ALL STATIONS COPY!

SECONDS LATER, DOWNTOWN...

ATTENTION ALL AIR-BORNE UNITS! WE HAVE A SIGHTING! THE VULTURE IS OUT IN THE HARBOR... HEADING FOR STATEN ISLAND!→SQUAWK←

THWIP

STATEN ISLAND?!? THAT'S A PROBLEM! I COULDN'T SWING THAT FAR EVEN IF I TOOK A FLYING LEAP OFF THE WORLD TRADE CENTER!

THE ONLY WAY I'M GOING TO GET THERE IS BY HITCHING A RIDE! I'D BETTER HUSTLE!

MOMENTS LATER, HIGH OVER LOWER MANHATTAN...

RATS! THERE GOES MY TRANS-PORTATION!

WUP-WUP-WUP-WUP

POLICE

POLICE

THEY'RE NOT LIKELY TO PULL OVER IF I JUST STICK OUT MY THUMB, EITHER!

IF I WANT A RIDE FROM THESE FELLAS--

THWIP

--I'LL REALLY HAVE TO *CATCH* IT!

UP...UP...UP SWINGS THE AMAZING MASKED ADVENTURER! AND THEN, AT THE VERY APEX OF HIS SWING, HE LETS GO OF HIS SLENDER WEB-LINE-- SHOOTING HIGH INTO THE SKY...

...CARRIED HUNDREDS OF FEET INTO THE AIR BY SHEER MOMENTUM!

POLICE

YEAH!

UPON CONTACT WITH THE HELICOPTER'S HULL, SPIDER-MAN'S HANDS AND FEET HOLD TIGHT WITH A GRIP THAT RESISTS THE WIND, RESISTS THE PULL OF GRAVITY, RE-SISTS EVERYTHING!

WITHIN MOMENTS, JUST OVER THE STATEN ISLAND SHORELINE...

STOP SQUIRMING, BESTMAN, THIS FLIGHT WILL BE OVER SOON ENOUGH!

EH? WHAT'S THAT?

WUP. WUP. WUP

SO THEY THINK THEY CAN CATCH ME, DO THEY? FOOLS!

THEY'LL NEVER TAKE THE VULTURE ALIVE!

WHAT'RE YOU--? NO!

RELAX, BESTMAN. I'M MERELY TAKING EVASIVE ACTION!

BESTMAN?

BAH! THE WEAKLING'S FAINTED ON ME!

MEANWHILE, IN HOT PURSUIT...

CAN'T THESE SKY-COPS GO ANY FASTER? IF THE VULTURE MAKES IT TO THAT WOODED AREA--

"THEY'LL NEVER CATCH HIM!"

BIG BIRD ONE TO GROUND CONTROL... WE'VE LOST HIM!

REPEAT... WE HAVE LOST THE VULTURE IN A STAND OF TREES.

IT'S NOT A WIDE STAND, BUT IT EXTENDS FOR MILES INTO A RURAL AREA! WE'LL FOLLOW THE STAND AND TRY TO SCARE HIM OUT!

POLICE

SUGGEST YOU ALERT THE JERSEY TROOPERS, OVER.

I DON'T THINK HE'LL HEAD FOR JERSEY, CLYDE. MY SPIDER-SENSE SAYS THAT MY LI'L TRACER-GIZMO IS HOLDING STEADY SOMEWHERE BELOW--

--SO, IT'S CLEARLY TIME TO PART COMPANY!

THE POLICE HELICOPTERS CONTINUE ON, BUZZING THE WOODS, WATCHING FOR ANY SIGN OF THEIR QUARRY.

WUP- WUP- WUP

THEY, TOO, ARE BEING WATCHED!

HAH-HA! THEY NEVER THINK TO LOOK IN THE MOST OBVIOUS PLACE!

BUT, IN SCANNING THE SKIES, THE VULTURE HAS FAILED TO SPOT ONE PARTICULAR VISITOR...

--THE CLOSER I GET TO THIS OLD SILO! THE PLACE LOOKS LIKE IT HASN'T BEEN USED IN YEARS.

BUT MY SPIDER-SENSE HAS NEVER LET ME DOWN...

YEAH, THE IMPULSES GET STRONGER--

...WHEN I'VE BEEN SMART ENOUGH TO LISTEN TO IT!

HMMM...THE SPIDER-TRACER IMPULSES SEEM WEAKER UP HERE. AND, SINCE I DON'T GET ANY FEELING OF DANGER FROM BEHIND THIS DOOR--

--I'D GUESS THAT THIS IS THE BEST PLACE TO MAKE AN ENTRANCE. AH, RIGHT AGAIN!

AND LOOK AT THAT! AN UPPER FLOOR AND ANOTHER LITTLE DOOR!

THIS IS DEFINITELY NOT YOUR AVERAGE SILO!

BLACK AS PITCH IN HERE, BUT IF I JUST RELAX AND CONCENTRATE, MY SPIDER-SENSE SHOULD LEAD ME RIGHT INTO THE THICK OF THINGS.

I'LL BET I COULD SNEAK RIGHT UP ON THE VULTURE AND TAP HIM ON THE SHOULDER BEFORE HE EVEN KNEW I WAS HERE...

...IF I STAY NICE AND QUIET!

THE WALL-CRAWLER IS BARELY HALF-WAY DOWN THE HUGE SILO WHEN A LIGHT NEAR THE BOTTOM SUDDENLY FLASHES ON.

UNGH?

FEELING BETTER, BESTMAN?

YEAH... I GUESS...

...JUST HAD THE ...CRAZIEST DREAM...

IT WAS NO DREAM, GREGORY.

OH LORD.

WHAT THE HEY?

MY EYES CAN'T BE ADJUSTING PROPERLY TO THE DARKNESS!

I'D SWEAR THAT THE BOTTOM OF THIS PLACE IS LOADED WITH ELECTRICAL GEAR! MAYBE THIS PLACE IS MORE THAN JUST A TEMPORARY HIDING PLACE!

WHAT'S THE MATTER, GREGORY? DON'T YOU LIKE MY VULTURE'S NEST?

AH... AH... AH...

ADMITTEDLY, THINGS ARE RATHER DUSTY... I HAVEN'T BEEN HERE IN AGES. BUT THE OLD PLACE MAKES ME FEEL NOSTALGIC.

THIS IS WHERE I FIRST CAME TO WORK--

--AFTER YOU CHEATED ME OUT OF OUR BUSINESS... *PARTNER!*

I STILL REMEMBER THE DAY WE OPENED THE PLANT ...STANDING THERE, POSING FOR PICTURES...

B+T ELECTRONICS

BESTMAN+TOOMES

THIS IS JUST A START, ADRIAN! WITH YOUR KNOW-HOW AND MY BUSINESS SAVVY, WE'LL BE BIGGER THAN RCA IN NO TIME!

"OH, FOR A WHILE, THINGS SEEMED TO GO WELL..."

PROFITS ARE UP FIVE PERCENT THIS YEAR, ADRIAN-- AND I'M PLOWING THE SURPLUS RIGHT BACK INTO YOUR RESEARCH!

GOOD! I FEEL THAT I'M JUST MONTHS AWAY FROM A MAJOR BREAKTHROUGH, GREG.

"I WAS WRONG. THE BREAK-THROUGH CAME WITHIN WEEKS."

IT WORKS! MY ELECTROMAGNETIC HARNESS WORKS!

I MUST TELL GREG! THE COMMERCIAL POTENTIAL IS LIMITLESS! ONCE I'VE PERFECTED THE HARNESS, IT'LL MAKE OUR FORTUNES!

GREG?

"YOU'D GONE OFF AND LEFT YOUR OFFICE UNLOCKED, AND WHY NOT?

"YOU NEVER DREAMT THAT I COULD BECOME SO EXCITED ABOUT ANYTHING THAT I'D BARGE IN THERE...

"...OR THAT I MIGHT BE CURIOUS ENOUGH TO INSPECT THE PAPERS ON YOUR DESK!"

ADRIAN?! WHAT IN BLAZES ARE YOU DOING IN HERE?

LOOKING FOR YOU. I HAD SOME NEWS, BUT IT CAN WAIT--

--YOU LEECH! PROFITS ARE UP 50%, NOT FIVE! YOU'VE BEEN HOLD-ING OUT ON ME, HAVEN'T YOU?

HAVEN'T YOU?!?

"I MIGHT HAVE KILLED YOU THEN, BUT FOR ONE THING. I SUDDENLY REALIZED THAT I WAS HOLDING YOU LIKE A RAG DOLL...

"...HOLDING YOU *EASILY!*

I DON'T KNOW HOW YOU DID THAT, OLD MAN, AND I DON'T CARE... B-BUT I WANT YOU OUT OF HERE!

GET OUT... YOU'RE THROUGH!

"I DON'T KNOW WHAT STUNNED ME MORE... THE DISCOVERY OF YOUR TREACHERY OR THE MIRACLE OF MY NEW-FOUND STRENGTH. AT ANY RATE, I LEFT.

TOOMES

"YOU WERE RIGHT, OF COURSE, I WAS THROUGH! AS I SOON FOUND OUT, I HAD NO LEGAL RECOURSE. PAPERS WHICH I HAD UNKNOWINGLY SIGNED YEARS BEFORE HAD PUT THE BUSINESS IN YOUR NAME.

"I WAS ALREADY AN OLD MAN. I USED WHAT LITTLE SAVINGS I HAD TO RETIRE TO THIS FARM.

"BUT I NEVER STOPPED WORKING ON MY NEWEST DISCOVERY!

THE PORTABLE POWER-PACK WORKS LIKE A CHARM!

THE MONTHS OF SLAVING HAVE PAID OFF! WITH THE PORTABLE UNIT, I CAN ACTUALLY ACHIEVE WINGED FLIGHT!

AND WHAT'S MORE, I'M STRONGER THAN I'VE EVER BEEN IN MY LIFE!

SOMEHOW, THE ELECTROMAGNETIC FIELDS OF THE FLIGHT HARNESS HAVE ENERGIZED MY BODY!

KR AK

THAT'S SOLID OAK, BUT IT MIGHT AS WELL BE CARDBOARD!

FOR THE FIRST TIME IN MY LIFE, I HAVE POWER! AND I INTEND TO USE IT!

IT SEEMS THAT GREGORY HAS HAD TROUBLE MAINTAINING THE BUSINESS BY HIMSELF. HE INTENDS TO SELL IT FOR A PROFIT.

THAT'S WHAT *HE* THINKS!

"I WANTED TO MAKE SURE YOU'D HAVE NOTHING LEFT TO SELL. I WAS DETERMINED TO PICK YOU CLEAN, BESTMAN! AND SO, THAT VERY NIGHT--

"--I BECAME *THE VULTURE!*

KRASH

"FROM ROOM TO ROOM I FLEW, SMASHING EVERYTHING IN SIGHT!

"IT FELT *GOOD!*

"I TOOK SPECIAL DELIGHT IN RANSACKING YOUR OFFICE!

"YOUR DOOR WAS LOCKED THAT TIME... NOT THAT IT MATTERED!

"I'D HOPED THAT I WOULD FIND SOME SHRED OF INCRIMINATING EVIDENCE IN YOUR DESK. BUT I FORGOT ALL OF THAT WHEN I SPOTTED THE MONEY!

"MY MONEY!

"I TOOK IT AND FLED INTO THE NIGHT. YOU WERE RUINED--

"--AND I HAD FOUND A NEW CAREER!"

I WAS MOST UNHAPPY WHEN I DISCOVERED YOU WERE BACK IN BUSINESS! I'D THOUGHT YOU LEARNED YOUR LESSON!

WH- WH- WHAT ARE YOU GOING TO DO TO ME?

OH, I DON'T THINK ANY OF US REALLY WANT TO FIND OUT, DO WE?

HUH?

YOU!

YEP, IT'S YOUR FRIENDLY NEIGHBORHOOD BUTTINSKY-- BACK AGAIN FOR MORE!

IDIOT! YOU'LL NOT RUIN MY PLANS AGAIN! I'LL SEE YOU DEAD!

SORRY YOU FEEL THAT WAY, OLD TIMER ...'CAUSE AFTER HEARING THAT STORY, I'D REALLY RATHER NOT HAVE TO FIGHT YOU.

BAH! I DON'T WANT YOUR SYMPATHY! I WANT YOUR *HEAD!*

WUP-WUP

WHAT THE DEVIL?

I FIGURED THOSE 'COPTERS WOULD BE BACK ABOUT NOW! YOU SEE, VULTCH--

"--EVERY WORD YOU'VE SAID HAS BEEN TRANSMITTED TO THE POLICE.

"YOU'VE TALKED JUST LONG ENOUGH FOR THEM TO HOME IN ON THE SIGNAL! IT'S ALL OVER!"

NO! I WON'T BE CHEATED OF MY REVENGE!

I WON'T!

YAAAA!

I NEVER THOUGHT HE'D TRY SOMETHING SO DESPERATE! I NEED THIS EXIT FAST!

KRA-KOOM

BUT, AS BESTMAN HURTLES EARTHWARD...

THANK GOD, HE DIDN'T TOSS BESTMAN INTO THE 'COPTERS!

EVEN SO, I'M GONNA HAVE ONLY ONE CHANCE TO SAVE THE GUY! THIS *HAS* TO WORK!

THWIP

=WHUFF=

GOTCHA!

BUT...

TOO MANY POLICE... AND MORE WILL BE ARRIVING SOON! I HAVE TO CUT DOWN ON THE ODDS--

--AND CREATE A DIVERSION!

KRA-TH-THANG

LOOK OUT!

I DON'T BELIEVE IT! HE...HE UPENDED THE 'COPTER!

AS SOON AS THE AIR CLEARS, SEE TO THE INJURED AND THEN GET AFTER HIM! I WANT THE VULTURE!

I USED THESE WOODS TO LOSE THEM BEFORE, AND I CAN DO IT AGAIN! THEY'LL NEVER FIND ME!

HOWEVER...

YOU'RE NOT LOSING ME, VULTURE! NOT WITH THAT SPIDER-TRACER STILL ON YOUR LEG!

I'M TOO CLOSE TO THE GROUND FOR ANY WEB-SWINGING--

--BUT IN A PINCH, THESE LIMBS WILL DO FINE! KA-ZAR'S GOT NOTHING ON ME!

IN FACT, IN THIS THICKET, A SWINGER LIKE YOURS TRULY HAS IT ALL OVER A FLIER!

CASE IN POINT...

EXCUSE ME, IS THIS SEAT TAKEN?

WHATSAMATTER, VULTCH? CAN'T THINK OF AN INDIGNANT REJOINDER? AT LEAST, GIVE ME A "BAH"!

VULTCH?

I'LL LET THIS STOUT TREE LIMB DO MY TALKING FOR ME!

WHOOPS! LOW BRIDGE!

SOMETIMES I THINK THAT IF IT WEREN'T FOR MY SPIDER-SENSE, I'D HAVE GONE *SPLAT* LONG AGO!

THAT MUST HAVE KNOCKED HIM GOOD AND SILLY! I'LL WORRY MORE ABOUT HIM LATER--

--RIGHT NOW, I MUST CONCENTRATE ON...EH? THAT ACCURSED WEBBING OF HIS IS BLOCKING THE WAY AHEAD...

...AND TO THE SIDES!

AND ABOVE?!?

'FRAID SO! AND THAT LEAVES YOURS TRULY BRINGING UP THE REAR AGAIN!

IS THERE NO STOPPING YOU?

NOT THIS TIME!

MY POWER-PACK! *MY WINGS!!*

C'MON, I THINK THAT SCREAM CAME FROM OVER THIS WAY!

SUDDENLY...

=?!?=

ONE ECONOMY-SIZED VULTURE... ALL GIFT-WRAPPED AND READY TO GO, SIR!

WELL, I'LL BE--! YOU FINALLY DID IT!

YEAH, BUT THIS IS ONE TIME THAT I'M SORRY I HAD TO!

SORRY? WHY, I'D LIKE TO--!

DON'T TRY, CREEPO! NOT UNLESS YOU'RE PREPARED TO EAT THAT HAND!

"CREEPO"! LIEUTENANT, ARE YOU GOING TO JUST STAND THERE AND LET HIM GET AWAY WITH THAT?!

UH-HUH!

WHU--? ÷KOFF-KOFF!÷

I HEARD THE VULTURE'S STORY ON THE RADIO... I THINK THE D.A. WILL WANT TO HEAR IT, TOO.

YOUR OLD COMPANY WENT UNDER YEARS AGO, BESTMAN. MAYBE WE CAN'T TOUCH YOU FOR THAT, BUT I'LL BET YOU STILL DO BUSINESS MORE OR LESS THE SAME WAY!

YEAH, I'LL JUST BET YOU DO! WONDER WHAT YOUR PRESENT PARTNERS WILL SAY? I THINK THEY'LL BE INTERESTED IN THIS...

...REAL INTERESTED!

KLIK WHRR KLIK-WHRR

LATE AFTERNOON, IN THE LOBBY OF THE DAILY BUGLE BUILDING...

NICE PICTURE!

DAILY BUGLE

VULTURE CAPTURED!

BESTMAN INVESTIGATION

MY AUTOMATIC CAMERA REALLY CAME THROUGH! THAT'S NOT MY BEST SIDE AS SPIDER-MAN, BUT--!

PETER! PETER PARKER! HOLD IT RIGHT THERE! YOU'RE COMING WITH ME!

WHO--?

AMY POWELL, REMEMBER? I'VE ONLY BEEN TRYING TO SIT YOU DOWN TO TALK FOR WEEKS! I'M BUYING YOU A CUP OF COFFEE RIGHT NOW--AND I WON'T TAKE NO FOR AN ANSWER!

MY LIFE MUST BE AN EXERCISE IN BAD TIMING.

A NEW ROMANTIC ENTANGLEMENT IS THE LAST THING I NEED. MAYBE IF I HUMOR HER, SHE'LL LOSE INTEREST!

OH, ALL RIGHT, AMY! YOU GOT ME! I COULD USE A CUP RIGHT NOW!

SO THAT'S WHAT AMY'S UP TO...SEEING PARKER NOW! I HAVE TO PUT A STOP TO THIS BEFORE IT GOES ANY FARTHER!

PARKER CAN BEAT ME OUT OF ALL THE PHOTO ASSIGNMENTS HE WANTS, BUT IF HE'S GETTING MIXED UP WITH MY LADY...

...THEN IT'S TIME LANCE BANNON DID SOMETHING!

NEXT CONFRONTATIONS

60¢ | 242 JULY 02457

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the AMAZING SPIDER-MAN®

TM

FEATURING:

THE MENACE OF THE MAD THINKER AND HIS AWESOME ANDROID!

J.R.JR. austin

"CONFRONTATIONS!"

Stan Lee PRESENTS:

CONFRONTATIONS!

I REALLY CAN'T PUT THIS OFF ANY LONGER.

SINCE THE RESEARCH LABS WERE SHUT DOWN FOR RENOVATION DURING THE FIRST WEEK OF THE INTERSESSION PERIOD, I DIDN'T REALLY HAVE ANY REASON TO STOP OVER HERE.

I'VE HARDLY EVEN THOUGHT OF MY GRADUATE STUDIES. EXCEPT FOR THE DAYS I SPENT IN NEW HAMPSHIRE PLAYING BOY PHOTOGRAPHER-- AND SPIDER-MAN*--

--I'VE BEEN PRACTICALLY LIVING AT THE HOSPITAL, WATCHING OVER THE BLACK CAT.

SCIENCE HALL

ROBERT T. McCAULIFFE

BUT THE NEW TERM STARTS NEXT WEEK. TODAY I SHOULD FIND OUT WHETHER THEY'LL LET ME STAY IN SCHOOL... OR THROW ME OUT ON MY EAR!

*IN MARVEL TEAM-UP #129-130.

ROGER STERN SCRIPTER | JOHN ROMITA JR. & KEVIN DZUBAN ARTISTS | DIANA ALBERS LETTERER

BOB SHAREN COLORIST | TOM DeFALCO EDITOR | JIM SHOOTER EDITOR-IN-CHIEF

I DREAD THIS. I TOOK MY FIRST YEAR GRAD FINALS ON THE DAY THE CAT WAS SHOT... AFTER MORE THAN A DAY WITHOUT SLEEP.*

I WAS ZOMBIE-CITY. AND THAT WAS ONE OF THE ROUGHEST TESTS I'VE EVER TAKEN.

MY WHOLE ACADEMIC CAREER COULD DEPEND ON THAT STUPID...

*SPECTACULAR SPIDER-MAN # 76.

...GRADE?

BIOPHYSICS

RIDE NEEDED

HEY!

WHAT IS THIS?

THE FINAL SCORES ARE POSTED FOR EVERY DISCIPLINE EXCEPT BIOPHYSICS!

DON'T TELL ME THAT YOU'RE FINALLY TAKING AN INTEREST IN YOUR GRADES, MR. PARKER! A WEEK AGO, YOU SAID YOU DIDN'T GIVE-- WHAT WERE YOUR WORDS?--A SCRATCH ABOUT THEM!

UH... YEAH. SORRY ABOUT THAT, DR. SLOAN. GRADES DIDN'T SEEM THAT IMPORTANT TO ME THEN.

OH, I SEE! AND NOW IT'S DIFFERENT, EH?

DID IT TAKE YOU ALL WEEK TO REALIZE THAT YOU NEED AT LEAST AN 80% ON YOUR EXAM JUST TO STAY IN THE GRADUATE PROGRAM?

NO, SIR. I'VE KNOWN THAT. IT'S JUST THAT... WELL, I'VE HAD A LOT OF PERSONAL PROBLEMS LATELY.

UH... HOW'D I DO?

I DON'T KNOW YET.

HUH?

EVER SINCE DEBRA WHITMAN QUIT HER JOB AND WENT BACK TO THE MIDWEST--

--I'VE HAD TO GET ALONG WITHOUT A SECRETARY. THAT'S PUT MY GRADING BEHIND. I HATE TO KEEP YOU IN SUSPENSE, BUT I WON'T BE FINISHED FOR AT LEAST ANOTHER DAY!

HAVE YOU HEARD ANYTHING FROM DEB? SHE HAD SOME MIGHTY BIG PROBLEMS TO SOLVE WHEN I SAW HER LAST.

I DID RECEIVE A CALL FROM HER, BUT JUST A BRIEF ONE.

SHE SEEMS TO BE DOING WELL, BUT SHE STILL HAS A LOT WEIGHING ON HER MIND.

DON'T WE ALL! I'LL BE CHECKING BACK, DR. SLOAN.

HAPPY GRADING!

WELL, THAT WAS FUTILE. LOOKS LIKE THE ONLY NEWS I'LL GET TODAY IS WHAT I'LL FIND IN THE *DAILY BUGLE!*

DAILY BUGLE

I SEE JAMESON'S STILL MILKING DOC OCK'S CAPTURE FOR ALL IT'S WORTH. HEY, I REMEMBER THAT PHOTO!

DAILY BUGLE

DR. OCTOPUS

**** THE UNTOLD STORY ****

J. J. JAMESON

IT'S AN OLD SHOT I TOOK A COUPLE YEARS AGO.

THERE WOULD HAVE BEEN NEW SHOTS--AND MONEY IN MY POCKET--IF I HADN'T LOST MY CAMERA WHILE FIGHTING OCTOPUS.

I DIDN'T HAVE TIME TO WORRY ABOUT THE CAMERA THEN. I WAS FIGHTING FOR MY LIFE...

...AND FOR THE BLACK CAT.

OCK'S BOYS PUT HER IN THE HOSPITAL, AND HE TRIED TO FINISH THE JOB.

NOW HE HAS TO LIVE WITH THE KNOWLEDGE THAT SPIDER-MAN BEAT HIM... AND SAVED HIS LIFE. I HOPE HE THINKS ABOUT THAT... EVERY SINGLE DAY.

THERE HE IS!

SCREEE

PARKER!

CAMPBELL TRUCKING 555-7902

EH? BANNON?

GET IN, PARKER! WE HAVE TO HAVE A TALK!

A LONG TALK!

WHAT'S YOUR PROBLEM, LANCE?

DON'T TELL ME THAT YOU'RE MAD ABOUT MY GOING TO NEW HAMPSHIRE ON THAT PHOTO ASSIGNMENT INSTEAD OF YOU!

THE STREET IS NO PLACE TO TALK ABOUT PERSONAL MATTERS, PARKER! GET IN!

PERSONAL--?!

THAT'S THE MOST CURIOUS THING LANCE'S EVER SAID. HE'S NEVER WANTED TO TALK ABOUT ANYTHING BESIDES PHOTOGRAPHY BEFORE. WHAT'S BOTHERING HIM?

VRRRM

AND WHY DO I GET THE SINKING FEELING THAT I'M NOT GOING TO LIKE THE ANSWER?

MEANWHILE...

AT A CERTAIN MAXIMUM SECURITY PRISON IN UPSTATE NEW YORK, THERE RESIDES A VERY SPECIAL PRISONER.

THE GUARDS KEEP A CLOSE WATCH OVER HIS CELL.

THE OTHER INMATES AVOID HIM. EVEN THOSE IN HIS CELL BLOCK WILL NOT TALK TO HIM...

...AND THEY ARE AFRAID TO TALK ABOUT HIM.

HIS REAL NAME NO LONGER MATTERS.

HE IS NOW SIMPLY... **THE THINKER.**

THE THINKER...CONSIDERED MAD BY THE WORLD AT LARGE...

...IF NOT BY THE STATE PSYCHIATRIC BOARD.

FOR SEVERAL HOURS EACH DAY, THE THINKER SITS ENTRANCED--

THINK

--AND, TO HIS EYES, THE SPARTAN SURROUNDINGS OF HIS CELL FADE AWAY.

STONE WALLS DO NOT A PRISON MAKE...

...NOR, IT WOULD SEEM, CAN THEY HOLD THE MIND OF THE MAD THINKER!

THE TRANSITION GROWS EASIER, EACH TIME I PROJECT MY THOUGHTS INTO THIS SIMULACRUM BODY IN MY MANHATTAN HIDEAWAY.

THE FOOLS THINK ME LOCKED AWAY, BUT IMPRISONMENT HAS NO MEANING TO ME!

THANKS TO THE MICRO-TRANSFERENCE UNIT IMPLANTED IN MY CEREBRAL CORTEX--

--MY MIND REMAINS FREE TO EXECUTE NEW STRATEGIES AND RELIVE PAST TRIUMPHS. AH, HOW SWEET WERE MY VICTORIES OVER THE FANTASTIC FOUR...

...THE FIRST GEN-ERATION OF THE MUTANT X-MEN...

" ...AND THE MIGHTY AVENGERS! NONE OF THEM COULD MATCH MY GENIUS!"

BUT I MUST NOT FOOL MYSELF. NONE OF THOSE VICTORIES WERE LASTING ONES. I WAS ALWAYS DEFEATED BY SOME X-FACTOR.

THE FAILURE TO ANTICIPATE EVERY POSSIBLE UNKNOWN HAS CONTINUALLY UPSET MY CALCULATIONS.

WHAT'S THIS? MY SENSORS HAVE PICKED UP A DELAYED TRANSMISSION FROM MY NEW HAMPSHIRE BASE!

INTERESTING! INCOMING DATA INDICATES THAT LARGISH ANDROID WAS COBBLED TOGETHER FROM MY OLD EQUIPMENT... AND THAT SPIDER-MAN DID A REASONABLE JOB OF HOLDING HIS OWN AGAINST IT!*

*MTU #129.

AMAZING! I HADN'T REALIZED HE WAS SO CAPABLE.

IT'S FORTUNATE THAT MY DATA SYSTEMS WERE ABLE TO PICK THIS UP.

SO LITTLE IS ACTUALLY KNOWN ABOUT SPIDER-MAN. HE'S SUCH AN ENIGMATIC CREATURE.

DURING MY INCARCERATION, I'VE HEARD WHISPERED RUMORS THAT HE IS SOMEHOW ABLE TO AVOID DANGER--ALMOST AS IF HE COULD SENSE IT!

I NEVER BELIEVED SUCH REPORTS BEFORE, BUT... WHAT IF THERE IS SOME TRUTH TO THEM? IF SUCH AN ABILITY EXISTED, AND COULD BE ARTIFICIALLY SIMULATED--

--I COULD ELIMINATE THE X-FACTOR FROM MY CALCULATIONS! I MUST CHECK OUT THESE REPORTS--IF ONLY TO INVALIDATE THEM!

LET'S SEE... BASED ON DATA LEECHED FROM POLICE FILES, I CALCULATE A 93.7% CHANCE OF SPIDER-MAN SHOWING UP ON THE EASTSIDE WITHIN THE NEXT THREE HOURS.

BATTLE-DROID 12... PREPARE TO RECEIVE NEW PROGRAMMING!

IN MOMENTS, THE MAN-SHAPED ASSEMBLY OF MAGNANIUM STEEL, SYNTHETIC TISSUE, AND MICRO-CIRCUITRY IS ROCKETING THROUGH THE OPTIMUM TARGET AREA.

WHILE BEHIND, THE BROW ON THE THINKER'S SIMULACRUM BODY FURROWS IN CONCENTRATION--

--AND, TO THE THINKER'S MIND'S EYE, THE ULTRA-SCIENTIFIC COMPLEX IS SLOWLY REPLACED...

...BY MORE MUNDANE SURROUNDINGS.

SYCO.COM TODAY

HEY, WHAT'S *WITH* YOU?

I BEG YOUR PARDON?

THE WAY YOU'VE BEEN PACING BACK AND FORTH IN YOUR CELL... STARING AT BLANK WALLS... WHAT GIVES?!

NOTHING TO BE ALARMED AT. I WAS MERELY... THINKING!

MEANWHILE, AT A WELL-KNOWN MANHATTAN WATERING-HOLE...

ON'S 49

P.J. DUTTONS

C'MON, PARKER--

--YOU SURE THAT'S ALL YOU WANT? I'M BUYING!

CLUB SODA'S FINE, LANCE. WHAT'S ON YOUR MIND?

AMY.

AMY?

YEAH, AMY POWELL! THE LADY WHO BOUGHT YOU COFFEE AND PIE AT O'BRIAN'S EATERY THE OTHER DAY!*

OH...HER. WELL, WHAT ABOUT HER?

*SEE LAST ISSUE.

SHE AND I... WE'VE BEEN SEEING EACH OTHER FOR THE BETTER PART OF TWO YEARS NOW.

OH.

UH...LOOK, LANCE, I'M NOT AFTER YOUR LADY! ALL WE DID WAS HAVE COFFEE. SHE MEANS NOTHING TO ME.

SHE DOES TO ME.

PROBLEM IS, WE HAVE THIS OPEN RELATIONSHIP... WE'RE FREE TO SEE OTHER PEOPLE. THAT'S THE WAY WE BOTH WANTED IT... AT LEAST, EARLY ON.

UH-HUH. AND NOW, YOU'RE NOT SO SURE YOU WANT TO BE "FREE," IS THAT IT?

I'D LIKE TO GET MORE SERIOUS, PARKER, BUT... I DON'T KNOW HOW TO TELL AMY. IF SHE DOESN'T FEEL THE SAME WAY, I MIGHT LOSE HER.

I DON'T EVEN KNOW HOW TO ACT AROUND HER ANY-MORE. LATELY WE'VE BOTH BEEN PLAYING THIS GAME WITH EACH OTHER... ONE OF US MAKING A PLAY FOR SOMEBODY NEW, JUST TO GET UNDER THE OTHER'S SKIN.

YOU'VE *WHAT?!*

YEAH, I THINK THAT'S WHY SHE STARTED MAKING A PLAY FOR YOU. I'M JUST AFRAID IT'S BECOMING MORE THAN A PLAY.

I DON'T CARE WHAT IT IS OR ISN'T, LANCE! I DON'T LIKE THE SOUND OF IT--AND I'M GOING TO SETTLE IT RIGHT NOW!

WHAT'S AMY'S WORK NUMBER?

AND SO...

PETER! HOW NICE OF YOU TO LOOK ME UP! TALK? WHY NOT OVER DINNER? WE COULD MEET AT D'ANGELOS... THEIR PASTA IS A DREAM!

AMY POWELL

AFTERWARDS WE COULD GO BACK TO YOUR PLACE AND CUDDLE UP IN FRONT OF YOUR FIREPLACE!

HOW ABOUT THAT? HMM?

OH! DON'T YOU HAVE A FIREPLACE? WELL, NEVERMIND! I'LL BRING ALONG A BUNCH OF CANDLES!

OF COURSE, I SHOULD PICK UP SOMETHING NEW TO WEAR... BUT, WORKING AT BLOOMIES, THAT'LL BE NO TROUBLE-- NO TROUBLE AT ALL!

LOOK, I...

AMY, WILL YOU LISTEN--?

NO, I...

I...

H- HELLO?

I GUESS I SHOULD HAVE WARNED YOU... SHE CAN REALLY TAKE COMMAND ON THE PHONE. WHAT DID SHE DO... READ YOU *WAR AND PEACE*?

SHE... JUST MADE US A DINNER DATE... FOR, TONIGHT AT EIGHT!

WELL... BEST OF LUCK, OLD MAN!

OH, *NO!* MY LIFE IS COMPLICATED ENOUGH AS IT IS!

I REFUSE TO BE PART OF SOME SCREWY TRIANGLE! YOU'RE GOING TO MEET ME AT MY PLACE AT SEVEN-THIRTY!

HUH? WHY?

WE'RE *BOTH* GOING TO MAKE THAT DATE!

49 P.J. DUTTON'S 49

THANKS FOR THE CLUB SODA.

HEY, WAIT UP!

HOW'S THAT GOING TO SOLVE ANYTHING, PETE?!

I SAID, HOW'S... HUH?

WHERE'D HE GO?

DOWN AN ALLEY AND THREE STORIES UP...

I DO NOT BELIEVE THIS! HOW DO I GET INTO THESE SITUATIONS?

I THOUGHT AMY WAS JUST A SWEET LADY. ALL THIS TIME SHE'S BEEN PLAYING MIND GAMES WITH ME AND LANCE!

AND THE WAY SHE TOOK OVER THE PHONE CONVERSATION! I HATE IT WHEN PEOPLE DO THAT TO ME!

GRRR! IF I DON'T LET OFF SOME STEAM BEFORE THIS EVENING--

--I'M LIABLE TO DO OR SAY SOMETHING I'LL REGRET LATER!

...THE EASTSIDE CON-EDISON 'STACKS! WONDER IF I CAN BEAT MY OLD TIME FOR A TRIPLE-RICOCHET BOUNCE?

A LITTLE WEB-SWINGING OUGHT TO MELLOW ME OUT!

YEAH, I FEEL BETTER ALREADY! I THINK I'LL PAY A VISIT TO MY FAVORITE NEIGHBOR-HOOD JUNGLE-GYM...

WHOA! THERE'S A TINGLE IN MY NOGGIN FROM THE OL' SPIDER-SENSE! FEELS LIKE THERE'S DANGER DEAD AHEAD! BUT WHAT--?

YEEOOW! YOU DIDN'T HAVE TO GIVE THE ANSWER SO HARD!

THOOM

GREAT! JUST GREAT! A BIG DUMB ROBOT IS AFTER ME!

WELL, I HOPE IT'S DESIGNED TO TAKE A LOT OF PUNISH-MENT, 'CAUSE THE WAY I'M FEELING--

--I SURE FEEL LIKE DISHING SOME OUT!

HEADS UP, CHROME-HEAD...

...HERE I COME!

WHAM

WHAT'S THE MATTER, CHUCKLES? CAN'T GET YOUR FOOTING? LET ME GIVE YOU A HAND!

WHUNK

DOPEY ME! THAT WASN'T A HAND, NOW, WAS IT?

OH, WELL... *HAPPY LANDINGS!*

THUD!

WOW, THAT'S SOME HOLE! THIS THING MUST WEIGH A TON! I WONDER WHO BUILT... UH-OH! I'M GETTING ANOTHER WARNING BUZZ!

I DON'T BELIEVE IT! HOW CAN THIS GIZMO THREATEN ME NOW?

FWOOSH

OH, GOODY! FLAME-THROWERS!

A FEW CENTIMETERS CLOSER, AND HE'D HAVE SINGED MY WEBS OFF!

DOWN ON THE STREETS...

COME ON-- KEEP MOVING!

GET OUT OF HERE! THERE'S DANGER OF FALLING DEBRIS!

SOUNDS LIKE THERE'S DANGER OF FALLING BUILDINGS!

GOTTA PUT SOME DISTANCE BETWEEN US. SO... *EH?* *ANOTHER* TINGLE?

RATS! HE FLIES, TOO!

WHAT'S WITH THE OUTSTRETCHED ARM? DOES HE EXPECT ME TO HOLD STILL AND LET HIM PUNCH ME?

WHY THAT DIRTY--! HE HAS A CONCUSSION BLASTER UP HIS SLEEVE!

THAT DOES IT! NOW I'M MAD!

KBAM

AT THAT MOMENT, AT A CERTAIN CHELSEA APARTMENT HOUSE...

I WONDER IF HE'S HOME YET?

IF YOU'RE ABOUT TO BUZZ FOR PETER PARKER, HE'S NOT IN!

OH, THANK YOU. YOU'RE HIS LANDLADY, RIGHT? I'M--!

YEAH, I KNOW. I'VE SEEN YOU HERE BEFORE. YOU'D BE WASTIN' YOUR TIME, WAITIN' HERE FOR HIM. THAT BOY KEEPS ODD HOURS.

DON'T I KNOW IT! ALL RIGHT, I'LL BE BACK LATER.

HMMPH! RESPECTABLE YOUNG WOMEN DIDN'T CALL ON MEN, WHEN I WAS HER AGE!

WHAT'S THIS WORLD COMING TO?

MEANWHILE--

--USING HIS TRANSFERENCE IMPLANT TO PICK UP SENSORY DATA TRANSMITTED BY HIS BATTLE-DROID--

--THE THINKER HAS BECOME A LONG-DISTANCE WITNESS TO THE CONFLICT.

ASTOUNDING! SPIDER-MAN IS ACTUALLY STANDING UP TO A MODEL OF ANDROID WHICH ONCE NEARLY DESTROYED THE FANTASTIC FOUR!*

*SEE F.F. #70-71.

"HOW DOES HE DO IT?

"HOW!?

"HOW?!?

KROOOM

I JUST HAD THE WEIRDEST FEELING I WAS BEING WATCHED!

MUST BE BECAUSE OF THOSE COPS ON THE ROOFTOPS.

HEY, THAT ONE ON THE END'S NO COP! THAT'S BANNON! AND HE'S GETTING PICTURES OF THIS FOR THE *DAILY BUGLE!* PICTURES *I* COULD BE GETTING, IF I'D SET UP A CAMERA!

THIS MUST BE NATIONAL "LET'S USE SPIDER-MAN" DAY!

AMY USES ME TO GET BACK AT LANCE... LANCE USES ME TO MAKE MONEY... AND GREENIE HERE WANTS TO USE ME AS A PUNCHING BAG!

SPEAK OF THE DEVIL... HERE WE GO AGAIN!

SPIDER-MAN HAS TWICE DOWNED THE EMERALD-ARMORED FIGURE. IN RESPONSE, ITS PROGRAMMING DEMANDS ITS ULTIMATE WEAPON!

YIKES! THOSE RETRACTABLE WHATSISES PACK SOME SORT OF CHARGED-PARTICLE BEAM! WHOEVER BUILT LAUGHING BOY MUST BE BIG LEAGUE!

I THINK THE ONLY WAY I'M GONNA STOP THIS THING--

--IS TO DROP SOMETHING BIG ON HIM!

BUT ANYTHING BIG ENOUGH TO DO A NUMBER ON HIM WOULD PROBABLY BE TOO HEAVY FOR EVEN ME TO LIFT!

MAYBE I CAN CONFUSE HIM.

KRASH

IF HE KEEPS ON FOLLOWING ME, THE DARKNESS IN HERE SHOULD FRUSTRATE HIS PHOTO-CELLS...OR WHATEVER IT IS HE USES FOR EYES!

HOWEVER, AS THE HULKING, HUMAN-SHAPED DEVICE SMASHES ITS WAY AFTER SPIDER-MAN, ITS RADAR SCANNING CIRCUITS SHIFT INTO PLAY--

--PROBING THE DIMLY-LIT GENERATOR ROOM, SEARCHING FOR ANY SIGN OF MOVEMENT AMID THE ELECTRICAL HUM.

BUT THEN...

PING

PING

PING

PING

PING

WELL, *WELL!* THE FIRST LOAD OF JUNKED HARDWARE CONFUSED HIM EVEN MORE THAN I'D HOPED! HE'S FLAILING ABOUT EVERY WHICH WAY!

I'LL BET HE'S RELYING ON SOME SORT OF RADAR GUIDANCE SYSTEM. IF I SHOWER HIM WITH ENOUGH DEBRIS TO MUCK UP HIS INCOMING SIGNALS...

PING

PING

PING

PING

"...I'LL BET I CAN STEER HIM RIGHT INTO A TRAP!"

YEAH! THAT'S IT, DUMMY! KEEP GOING STRAIGHT AHEAD!

GET YOURSELF ALL NICE AND TANGLED UP! NO ONE THIS SIDE OF THE HULK CAN BREAK OUT OF MY WEB!

CAUGHT IN THE SUPER-ADHESIVE NETTING, THE ANDROID DOGGEDLY STRUGGLES FORWARD, INCH BY INCH...

...PULLING THE WEBBING TO ITS ELASTIC LIMIT, AND THEN PULLING AT THE MIGHTY GENERATORS TO WHICH IT'S ATTACHED!

PULLING! PULLING! BENEATH THE MASSIVE TURBINE HOUSINGS, STEEL MOORINGS BUCKLE--

--AND THEN, SNAP!

KRA-THOOM

LOOKS LIKE I WAS RIGHT EARLIER... DROP SOMETHING BIG ENOUGH ON HIM AND HE STOPS!

NOW, LET'S SEE IF THERE'S SOME CLUE IN HIS CONSTRUCTION AS TO WHO... *HEY!* FEELS LIKE THERE'S MORE DANGER HERE!

I DON'T KNOW HOW, BUT I'M NOT GOING TO DOUBT MY SPIDER-SENSE AFTER ALL THIS!

I'LL JUST GRAB A SOUVENIR AND MOVE MY LITTLE BEHIND OUT OF HERE BEFORE--!

THWAP

KLABOOM

SHEESH! NOT A MOMENT TOO SOON! IT FIGURES THAT OL' GREEN-FACE WOULD HAVE A BUILT-IN SELF-DESTRUCT GIZMO!

HE SURE MADE A MESS OF THE CON-ED PLANT! I'LL BET THEY USE THIS AS AN EXCUSE TO ASK FOR A RATE HIKE!

EXTRAORDINARY...

... THE RUMORS WERE CORRECT! SPIDER-MAN DOES INDEED SEEM TO SENSE DANGER!

I MUST FIND OUT HOW HE DOES IT! I MUST FORMULATE A PLAN TO UNCOVER THE SECRET OF HIS ABILITY! YES...

...I SHALL HAVE TO GIVE THIS MUCH THOUGHT.

PROPERLY ANALYZED, THE LITTLE CHUNK OF ROBOT I RETRIEVED JUST MIGHT TELL ME WHO MY LATEST BOGEYMAN IS. BUT THAT'LL HAVE TO WAIT!

FIRST, I WANT TO GET THIS PERSONAL MATTER TAKEN CARE OF.

410 CHELSEA STREET... 7:26 P.M.

KNOK KNOK

THAT MUST BE LANCE... HE'S EARLY.

C'MON IN... HUH? AMY?! WHAT'RE YOU DOING HERE?

DON'T BE SO SURPRISED! YOU KNEW WE WERE HAVING DINNER!

BUT...BUT... WE WERE SUPPOSED TO MEET AT THE RESTAURANT!

I KNOW. BUT AS THE AFTERNOON WORE ON, I GOT IN THE MOOD FOR A PICNIC... AN INDOOR PICNIC! IT LOOKS LIKE RAIN, AFTER ALL!

SO, I STOPPED AT THIS MARVELOUS GOURMET DELI, AND HAD THEM PACK US DINNER!

YOU LIKE?

UH... YES, IT LOOKS VERY NICE, BUT IT'LL HAVE TO WAIT, UNTIL WE--!

YOU DEVIL! YOU DON'T WASTE ANY TIME, DO YOU?

GNNPH?!

MRRFF!

KNOK-KNOK

OH, BOY... THAT *MUST* BE LANCE.

S-SOMEONE'S AT THE DOOR!

IF WE'RE QUIET, MAYBE THEY'LL GO AWAY!

B-B-BUT--!

THE KNOCKING DOES STOP.

IT'S REPLACED BY THE ALMOST INAUDIBLE RATTLE OF A KEY IN THE LOCK.

AND THEN...

OH, NO!

WHO...WHO ARE YOU?!

UH...I'M MARY JANE WATSON.

HAVE I LET MYSELF IN AT THE WRONG TIME, PETEY?

NEEDLESS TO SAY... "TO BE CONTINUED!"

60¢ | 243 AUG 02457

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the AMAZING SPIDER-MAN®

FEATURING: THE RETURN OF MARY JANE WATSON!

PLUS: A MAJOR TURNING POINT IN THE LIFE OF SPIDER-MAN!

J.R. JR. + BEATTY

OPTIONS!

STAN LEE PRESENTS:

OPTIONS!

LOOKS LIKE YOU'VE BEEN KEEPING BUSY WHILE I WAS GONE, TIGER!

PETER PARKER HAS NO DOUBT HAD WORSE MOMENTS IN HIS LIFE...

...BOTH IN HIS CIVILIAN IDENTITY AND AS ... the AMAZING SPIDER-MAN

BUT, RIGHT NOW, NO MOMENT SEEMS WORSE THAN THIS ONE!

PETER, WHO IS THIS WOMAN AND WHY DOES SHE HAVE A KEY TO YOUR APARTMENT?!

WELL, YA SEE, AMY...

...THIS IS MARY JANE WATSON ...WE WERE ENGAGED ONCE ...SORTA. MJ, THIS IS AMY POWELL.

CHARMED! AND WHO'S THIS RUGGED INDIVIDUAL?

HEY, WHAT IS THIS... A PARTY?

WHY ME?

HIS NAME IS LANCE BANNON, AND HE'S A BEAST...

...JUST LIKE THE REST OF HIS SEX!

HUH? WHAT'D I DO NOW?

PARKER? WHAT'S GOING ON? I THOUGHT WE WERE GOING TO SETTLE EVERYTHING WITH AMY!

THE ONLY ONE WHO CAN DO THAT IS YOU! IF YOU REALLY LOVE HER, GO AFTER HER AND TELL HER!

AL- RIGHT, BUT I WISH SOMEBODY'D TELL ME WHAT'S GOING ON!

HEY, AMY!

HAVE I MISSED SOMETHING?

OH, NOT MUCH, MJ. I WAS JUST TRYING TO GRACEFULLY BACK OUT OF A BAD SITUATION.

I SEE YOU DIDN'T BACK OUT QUITE FAST ENOUGH!

HOLD STILL!

IT'S A LONG, WEIRD STORY. BASICALLY, LANCE AND AMY ARE INTO SOME CRAZY HEAD GAMES...AND AMY WAS TRYING TO MAKE LANCE JEALOUS BY MAKING A PLAY FOR ME!

UH-HUH. GO ON!

NATURALLY, WHEN I FOUND OUT, I DIDN'T WANT ANY PART OF IT. I TRIED TO SET UP A MEETING BETWEEN LANCE AND AMY TO GET EVERYTHING OUT IN THE OPEN.

INSTEAD, I GOT CAUGHT IN THE MIDDLE.

THIS LANCE BANNON MUST BE A PRETTY GOOD FRIEND.

ARE YOU KIDDING? HE'S MY BIGGEST COMPETITOR WHEN IT COMES TO SELLING PHOTOS TO THE DAILY BUGLE! I DIDN'T EVEN LIKE THE GUY MUCH UNTIL...WELL... HE'S OKAY, BUT...

...AW, THE HECK WITH HIM! HOW ARE *YOU*?

NOT BAD. I'VE BEEN HELPING AUNT ANNA ADJUST TO LIFE IN THE SUNBELT. HOW'VE YOU BEEN?

I'VE BEEN BETTER. MY PLACE WAS ROBBED A FEW WEEKS AGO,* BUT THE POLICE RECOVERED EVERYTHING.

I TOOK MY FIRST-YEAR GRADUATE-STUDIES FINALS, AND I'M REALLY SWEATING TO FIND OUT WHAT MY GRADES ARE.

OTHER THAN THAT, MY LIFE IS IN THE USUAL MESS.

UH...AMY LEFT A PICNIC HAMPER FULL OF FOOD HERE... CAN I OFFER YOU SOMETHING?

THANKS, BUT I HAVE TO MEET SOME FOLKS FOR DINNER! I REALLY JUST STOPPED BY TO TELL YOU I WAS BACK.

HERE...MAYBE YOU'D BETTER KEEP THIS!

SPECTACULAR SPIDER-MAN 72

YEAH... SURE. HOW LONG YOU GOING TO BE IN TOWN?

I DON'T KNOW YET.

WELL... MAYBE I'LL SEE YOU AROUND?

YEAH... MAYBE.

@#☆xxx%!

OH, WELL...

CHATEAU ARMANDO 1966

...AT LEAST I DON'T HAVE TO WORRY ABOUT WHAT TO DO FOR DINNER!

LATER, AFTER A QUIET MEAL ALONE...

AS LONG AS THERE'S NOTHING MORE I CAN DO FOR--OR *TO*--MY PERSONAL LIFE--

--I MIGHT AS WELL TAKE CARE OF SOME BUSINESS!

WITH PRACTICED SKILL, TWIN WEB-SHOOTERS ARE SNAPPED INTO POSITION.

THEN, THE GLOVES AND MASK ARE PULLED INTO PLACE... AND ONCE AGAIN, PETER PARKER BECOMES THE SPECTACULAR SPIDER-MAN!

LET'S SEE... DO I HAVE EVERYTHING?

OH, YEAH! MUSTN'T FORGET THIS LITTLE DEVIL--

-- IT'S THE ONLY CLUE I HAVE TO THE IDENTITY OF THE NEW-EST MEMBER OF THE SPIDER-MAN HIT PARADE...

...AND I DO MEAN "HIT"!

THWIP

INTO THE EARLY EVENING SKIES BOUNDS THIS MOST AMAZING OF ALL COSTUMED ADVENTURERS--

--SWINGING **SOUTH** ACROSS THE ROOFTOPS OF MANHATTAN ON A SLENDER STRAND OF WEBBING...

...SOUTH, TO THE GREEN-WICH VILLAGE CAMPUS OF EMPIRE STATE UNIVERSITY!

THERE, IN A STATE-OF-THE-ART RESEARCH LAB, DR. CURT CONNORS STANDS OVER THE PRODUCT OF THREE DAYS' WORK.

AH-HA! I THOUGHT I'D FIND HIM HERE!

HIYA, DOC! HOW'S TRICKS?

UH? WHO'S THERE?

WHO ELSE?

DO YOU HAVE ANY OTHER FRIENDS WHO REGULARLY ENTER THROUGH THE WINDOW?

SPEAKING OF WHICH, MIND IF I COME IN?

NOT AT ALL... A LITTLE COMPANY RIGHT NOW WOULD BE APPRECIATED!

THANKS.

DON'T MENTION IT! I NEED SOMETHING BESIDES COFFEE TO KEEP ME ALERT! WHAT CAN I DO FOR YOU?

WELL, I *DO* NEED A FAVOR--!

THAT'S ALL RIGHT... I OWE YOU PLENTY! WHAT'S THE PROBLEM?

MINERALS

EXIT

SOMEBODY SET A TRAP FOR ME THIS AFTERNOON.* THE TRAP BLEW UP, BUT I MANAGED TO GRAB THIS!

YOU'RE SURE YOU DON'T MIND ANALYZING IT? YOU LOOK BUSY.

I'M NOT TOO BUSY FOR THIS. I DON'T HAVE TO TAKE READINGS ON MY EXPERIMENT FOR ANOTHER HALF-HOUR! REST YOURSELF!

OKAY. I'LL WAIT UP HERE OUT OF YOUR WAY!

*LAST ISSUE.

SEVERAL MINUTES TICK BY, AND THEN...

HMMM! THIS APPEARS TO HAVE COME FROM SOME SORT OF CYBERNETICALLY-AUGMENTED *ANDROID!*

I KNOW THAT ALREADY! WHAT I NEED TO FIND OUT IS WHERE IT CAME FROM...WHO MADE IT...

CAN'T HELP YOU THERE! ALL I KNOW IS THAT THIS CONTAINS SOME OF THE MOST COMPLEX ORGANO-METALLIC COMPOUNDS I'VE EVER SEEN!

JUST THEN...

EXIT

'EVENING, CURTIS! I FINALLY FINISHED GRADING THESE EXAMS, AND I THOUGHT I'D LOOK IN AND SEE HOW YOUR EXPERIMENT... IS...COMING.

UH-OH... IT'S PETER PARKER'S GRADUATE PROFESSOR!

SOMETHING WRONG, MORRIS?

B-BEHIND YOU, MAN... *ON THE CEILING!*

OH! DR. SLOAN, THIS IS SPIDER-MAN! SPIDER-MAN... DR. SLOAN!

WE'VE MET.*

WHAT'S *HE* DOING HERE?

JUST VISITING. WE'RE OLD FRIENDS.

*SPECTACULAR SPIDER-MAN #36.

HEY, IS THAT WHAT I THINK IT IS?

IT *IS!* MY EXAM!

I *PASSED!*

PARKER, PETER

A

CURTIS, HAVE YOU TAKEN LEAVE OF YOUR SENSES? IF THE TRUSTEES EVER CAUGHT WIND OF YOUR "FRIEND" BEING HERE... WHY, YOU COULD JUST KISS ANY THOUGHT OF TENURE *GOOD-BYE!*

DO YOU MIND?!?

WHY, NO, DOC! NOT AT ALL!

MMM-MMM!

SMAK

'BYE NOW!

EEE-YAH-YAH-HOO!!

WHY... I... I... OF ALL THE... DID YOU SEE... I'VE NEVER IN ALL MY DAYS...

NOT NOW, LORD! PLEASE DON'T LET ME LAUGH NOW! HE'S THE CHAIRMAN OF MY DEPARTMENT!

WOO-HOO-HOO-HOO!!

WOO-HOO! WOO-HOO!

I PASSED! I PASSED!! I PASSED!!!

MEANWHILE, IN A MIDTOWN MANHATTAN COFFEE SHOP...

I MAY BE A LITTLE THICK SOMETIMES, AMY, BUT IT DIDN'T TAKE A GENIUS TO KNOW YOU WERE PLAYING UP TO PARKER JUST TO GET UNDER MY SKIN. RIGHT?

DON'T WALK

FULL

UH-HUH...JUST LIKE YOU DID BY SEEING SHEILA, AND ALMA, AND--WHAT WAS HER NAME?--BINKY?

YEAH...LOOKS LIKE WE'VE REALLY GOT EACH OTHER'S NUMBER. I HAVE MORE TO ANSWER FOR, PROBABLY. YOU KNOW, I KEPT HOPING I'D MAKE YOU MAD ENOUGH TO DO SOMETHING.

PARTHENON

I GUESS YOU DID.

I'VE NEVER BEEN THAT GOOD WITH WORDS, AMY. I WAS... WELL...AFRAID I'D SCARE YOU OFF IF I CAME OUT AND TOLD YOU HOW... HOW MUCH I LOVE YOU.

PRETTY STUPID, HUH?

I'D SAY WE'VE BOTH BEEN PRETTY STUPID, LANCE.

ELSEWHERE...

THINGS LOOK SWELL, THINGS LOOK GREAT! GONNA HAVE THE WHOLE WORLD ON A PLATE!

I WISH I'D GOTTEN A PICTURE OF SLOAN AS I KISSED HIM! THE EXPRESSION ON HIS FACE WAS PRICELESS!

HEE-HEE-HEE! I HAVEN'T FELT SO JOLLY SINCE THE TIME J. JONAH JAMESON SAT DOWN ON HIS CIGAR!

IT'S SUCH A RELIEF TO KNOW THAT I ACED THAT FINAL! WITH THE NOSE-DIVE MY STUDIES HAD TAKEN, THAT GRADE REALLY SAVED MY SKIN!

IN FACT, IT SHOULD RAISE MY GRADE-POINT AVERAGE ENOUGH FOR ME TO STAY IN THE GRADUATE PROGRAM *AND* AVOID ACADEMIC PROBATION!

SECOND YEAR STUDIES, HERE I COME!

SECOND YEAR... YEAH. FROM WHAT I HEAR, IT'S EVEN MORE RUGGED THAN THE FIRST.

I'LL HAVE TO PICK A TOPIC FOR MY DISSERTATION... AND DO A LOT MORE RESEARCH. I'VE SEEN SOME GUYS WHO'VE PRACTICALLY LIVED IN THE LAB THEIR SECOND YEAR.

HECK, DOC CONNORS STILL SEES MORE OF THE LAB THAN HE DOES OF HIS WIFE AND KID!

ALL THAT LAB TIME COULD SERIOUSLY CUT INTO SPIDER-MAN'S CAREER!

...POLICE ARE STILL TRYING TO REASON WITH A GROUP OF ARMED MEN...

EH? NOW WHAT?

...WHO HAVE SEIZED THE OUR-LADY-OF-GRACE CHAPEL. IT IS STILL UNKNOWN HOW MANY ARE INVOLVED IN THE TAKEOVER--

--BUT THEY ARE BELIEVED TO BE HOLDING AT LEAST TWO DOZEN WORSHIPPERS HOSTAGE!

OUR-LADY-OF-GRACE CHAPEL...

THE POLICE HAVE THE LITTLE CHURCH SURROUNDED, BUT THEY DARE NOT MAKE ANY FURTHER MOVES, FOR FEAR OF HARMING THE HOSTAGES.

BUT THERE IS ONE MAN WHO **CAN** MOVE...

...ONE MAN WHO CAN GO --SWIFTLY, SILENTLY-- WHERE NO ONE ELSE POSSIBLY COULD...

...ONE MAN WHO DARES!

INSIDE...

WELL, CAPTAIN? WE ARE GROWING IMPATIENT...WHAT IS YOUR ANSWER?

I...I DON'T HAVE THE AUTHORITY TO APPROVE ANY DEMANDS SUCH AS YOURS!

THEN YOU HAD BETTER FIND SOMEONE WHO DOES, CAPTAIN! THE UNIVERSAL LIBERATION ARMY WILL ACCEPT NOTHING LESS THAN TOTAL COMPLIANCE!

N.Y.P.D.

AGAIN, I MUST CAUTION YOU...

"...DO NOT TRY TO SURPRISE US! YOU CANNOT!

KRAK

"ALL POINTS OF ACCESS TO THE CHAPEL HAVE BEEN SECURED BY THE CRACK TROOPS OF THE U.L.A.

"ANY ATTEMPT BY YOUR MEN TO LAUNCH A SNEAK ATTACK--

"--COULD RESULT IN MOST UN-PLEASANT CONSEQUEN-CES!

WHUNK

"WE ARE PREPARED TO SACRIFICE OUR-SELVES TO THE LAST MAN..."

. . . OURSELVES, AND EVERYONE ELSE!

SO, I SUGGEST YOU DO WHATEVER YOU MUST TO SEE THAT OUR DEMANDS ARE MET!

I WILL REPEAT THEM ONE LAST TIME! FIRST...THE U.L.A. CADRE LEADERS WHO WERE CAPTURED LAST MONTH... MUST BE RELEASED FROM PRISON AND BROUGHT HERE!

SECOND, YOU WILL SUPPLY US WITH ARMORED VEHICLES FOR TRANS-PORTATION TO YOUR JFK INTERNATIONAL AIRPORT...

...WHERE, THIRD, A FULLY-FUELED 747 WILL BE MADE AVAIL-ABLE TO US!

--FOR SAFE PASSAGE OUT OF THIS DECADENT COUNTRY!

WE WILL TAKE THE PRIEST AND THE NUNS WITH US TO INSURE YOUR COOPERATION. IS THAT CLEAR?

SOUNDS CRYSTAL CLEAR TO ME!

EH?

THE WORLD IS SCREWED UP ENOUGH AS IT IS!

THERE'S NO CAUSE THAT JUSTIFIES SCREWING IT UP MORE!

WHUDD

HUBBAH!

HEY, IT'S OKAY! THE POLICE CAN HANDLE THINGS NOW!

YOU'LL HAVE TO EXCUSE ME!

BLESS YOU, MY SON! BLESS YOU!

GEE, THAT FELT GOOD!

IN FACT, I FEEL JUST LIKE A BOY SCOUT WHO'S DONE HIS GOOD DEED FOR THE DAY! AND I EVEN HAD PEOPLE CHEERING ME! ME...SPIDER-MAN! HOW REWARDING!

OF COURSE, THE PICS MY AUTO-CAMERA SNAPPED SHOULD SEE TO IT THAT I'M DOUBLY REWARDED!

LATER, IN THE DARKROOM OF NEW YORK'S LEADING DAILY...

DAILY BUGLE

MOST OF THE SHOTS ARE TOO DARK, BUT THE ONE OF ME BOPPING THE LEADER OF THE TERRORISTS CAME OUT NICE AND CLEAR!

FIXER

BOY, IF I ONLY HAD MORE TIME TO DEVOTE TO MY PHOTOGRAPHY ...I BET I COULD BE AS GOOD AS BANNON! MAYBE BETTER!

HERE, DANNY-- I GOT A SHOT OF THAT U.L.A. MESS. THE VOUCHER'S INSIDE.

YEAH? THANKS, PETE-O!

NITE EDITO

THE OL' CITY ROOM NEVER QUIETS DOWN FOR A MOMENT. I GUESS THAT'S TO BE EXPECTED IN THIS TOWN.

THERE'S BEN URICH...WORKING LATE AGAIN!

HI, BEN! HOW'S IT GOING?

IT'S NOT, PARKER! I'VE BEEN WORKING ON THIS REAL ESTATE FRAUD STORY FOR WEEKS...IT WAS COMING ALONG JUST PERFECTLY...

BOB CAMP 555-7633 Re: AXE MURDER

...WHEN, ALL OF A SUDDEN, THE D.A.'S OFFICE FINDS SOME NEW EVIDENCE AND LAUNCHES A VERY PUBLIC PROBE! NOW I HAVE TO RUSH MY STUFF INTO PRINT BEFORE IT BECOMES YESTERDAY'S NEWS!

@#XX☆%@ WORD PROCESSORS!

I MISS MY OLD SMITH-CORONA... STICKING KEYS AND ALL!

WELL... TAKE IT EASY!

YEAH. YOU, TOO.

YEESH! I WONDER WHO GOES THROUGH MORE CUPS OF COFFEE...URICH OR DOC CONNORS?

SUDDENLY, THE WALLS SEEM 'WAY TOO CLOSE IN HERE. I NEED SOME AIR...

...LOTS OF AIR!

THIS IS MORE LIKE IT! I THINK I'D GO BONKERS IF I COULDN'T ZIP AROUND TOWN LIKE THIS...

...WITH THE WIND WHIPPING PAST, AND NEW YORK STRETCHING OUT ALL AROUND! THERE'S NOTHING LIKE IT!

AS LONG AS I'M OUT AND ABOUT, I THINK I'LL HEAD NORTH --

"--TO *COLUMBIA PRESBYTERIAN!* I HAVEN'T DROPPED BY THE HOSPITAL TO CHECK ON THE BLACK CAT IN AT LEAST 24 HOURS!"

KNOCK-KNOCK! ANYBODY HOME?

HI, LOVER! COME ON IN!

DON'T MIND IF I DO! YOU'RE LOOKING GOOD TONIGHT, FELICIA!

I HAD A GOOD DAY. THE PAIN IS GONE ...WELL, MOST OF IT... AND THEY'VE CUT BACK ON MY MEDICATION, SO I'M NOT AS GROGGY.

BUT I'M STARTING TO GO A LITTLE STIR CRAZY IN HERE! I WANT TO GET UP AND *DO* SOMETHING!

I KNOW THE FEELING, BUT DON'T BE IN SUCH A BIG HURRY! YOU WERE SERIOUSLY INJURED!*

YOU DON'T WANT TO GO SPLITTING YOUR STITCHES, DO YOU?

NO... I GUESS NOT.

*SPECTACULAR SPIDER-MAN #76.

BUT WHAT'LL HAPPEN WHEN I *AM* BETTER? SURE, THEY'VE GRANTED ME AMNESTY FOR MY PAST CRIMES--BUT MY HOSPITAL BILL IS GOING TO BE BIG ENOUGH TO CHOKE A ROCKEFELLER!

WE'LL FIND THE MONEY! DON'T WORRY!

IF YOU SAY SO, TIGER!

LOOKS LIKE YOU'VE BEEN KEEPING BUSY WHILE I WAS GONE, TIGER!

HELLO? IS SOMETHING WRONG?

HUH?! NO...NO, NOTHING AT ALL, FELICIA. DO ME A FAVOR, THOUGH...

...PLEASE DON'T CALL ME "TIGER!"

IS *THAT* WHAT UPSET YOU? WHY--?

IT'S A LONG, DUMB STORY. MAYBE I'LL TELL YOU SOME DAY... BUT NOT NOW.

NOW, YOU SHOULD BE GETTING SOME SHUT-EYE! OKAY?

OKAY!

MMMMM-MMMH!

G'NIGHT, LOVE! COME AGAIN WHEN YOU CAN STAY LONGER!

YEAH, SURE.

DARNIT, WHY DID SHE HAVE TO CALL ME THAT? WHY DID I THINK OF MARY JANE? WHY DID MJ HAVE TO COME BACK NOW?

I THOUGHT I'D GOTTEN OVER HER. GUESS I HADN'T...TOTALLY! THIS IS CRAZY! I HAVE TO PUT MARY JANE OUT OF MY MIND...

...HER AND GWEN AND ALL THE REST! THE BLACK CAT IS THE ONE WHO MATTERS NOW!

...FELICIA'S RIGHT ABOUT THE HOSPITAL BILLS, THOUGH. I'M NOT ABOUT TO LET HER GO BACK TO PLAYING CAT-BURGLAR TO PAY THEM! I'LL HAVE TO RAISE THE MONEY... BUT HOW?

MY SECOND YEAR GRAD-STUDIES WILL BE PUTTING A BIG DEMAND ON MY TIME. I'LL BE STUCK IN THE LAB MORE AND MORE.

BUT THE MORE TIME I SPEND THERE, THE LESS I'LL HAVE TO PLAY PHOTOGRAPHER. AND PHOTOS ARE MY MAIN SOURCE OF INCOME--

--I CAN'T GIVE THAT UP! BUT WHAT ELSE IS THERE?

I GAVE UP MY JOB AS A TEACHING ASSISTANT, AND I'M STILL BURNING THE CANDLE AT BOTH ENDS! I CAN'T VERY WELL GIVE UP BEING SPIDER-MAN, EVEN IF I WANTED TO!

BEING SPIDER-MAN HELPS ME GET THE PICTURES THAT BRING IN THE CASH!

...BESIDES, THE BLACK CAT LOVES ***SPIDER-MAN!*** SHE DOESN'T KNOW PETER PARKER FROM ADAM!

NAW, I COULDN'T GIVE UP BEING SPIDER-MAN ANY MORE THAN I COULD GIVE UP BREATHING!

SO WHAT DO I DO?

IF I COULD GET THE HOSPITAL TO HOLD OFF ON THE BILL FOR A WHILE... IF I CUT OUT EVERYTHING ELSE--

--AND REALLY APPLIED MYSELF, I'LL BET I COULD EARN MY DOCTORATE IN A YEAR!

YEAH, BUT THEN WHAT? A DOCTORATE -- EVEN IN MY FIELD--IS NO GUARANTEE OF A JOB!

EVEN IF I GOT A JOB, WOULD IT BRING IN ENOUGH MONEY--FAST ENOUGH--TO HANDLE ALL THE BILLS?

I STILL HAVE AUNT MAY TO THINK ABOUT TOO, AFTER ALL! AND RENT AND FOOD--!

WHAT AM I GOING TO DO?!?

THE ESU CAMPUS, 7:50 AM...

AT THIS HOUR, THE ONLY PEOPLE UP AND AROUND ARE FRESHMEN WITH EARLY MORNING CLASSES--

--AND THE TERMINALLY STUDIOUS... SUCH AS GRADUATE STUDENT ROGER HOCHBERG!

EVER SINCE JUNIOR HIGH SCHOOL, ROGER HAS ARISEN AT SIX O'CLOCK IN THE MORNING AND WALKED TO SCHOOL ...USUALLY WITH HIS NOSE IN A BOOK.

IN THE PAST ELEVEN YEARS, HE'S READ THOUSANDS OF BOOKS, RUN INTO COUNTLESS MAIL BOXES, AND HAD SEVERAL SURPRISES.

VOL XXIV

THIS IS ONE OF HIS MORNINGS FOR SURPRISES.

PETER? IS THAT YOU?

EXIT

YEAH, ROG. 'MORNING.

I'VE NEVER SEEN YOU HERE THIS EARLY BEFORE.

UH-HUH...WELL...I WAS UP ALL NIGHT...COULDN'T SLEEP. I HAD TOO MUCH ON MY MIND... TOO MUCH TO DECIDE.

HERE'S A COPY OF THE NOTES I'VE KEPT. YOU'LL HAVE TO FIND YOURSELF A NEW LAB PARTNER.

A NEW--? WHY?

BUT I FINALLY CAME TO A DECISION.

I'VE DECIDED TO LEAVE THE GRADUATE PROGRAM, ROG.

I'M QUITTING SCHOOL.

EXIT

Y-Y-YOU'RE WHAT?!

I DON'T BELIEVE IT.

OH! PARDON ME--

--BUT YOU'RE PETER PARKER, YES? I THOUGHT I RECOGNIZED YOU! I'M FROM THE REGISTRAR'S OFFICE. I HAVE A LETTER FOR YOU!

FOR ME? FROM THE REGISTRAR? WHAT ABOUT?

I REALLY WOULDN'T KNOW!

EMPIRE STATE UNIVERSITY

DEPARTMENT OF BIO-PHYSICAL SCIENCES

Dear Mr. Parker,
It is my pleasure to inform you that you have been approved for continued study in the graduate program of the Department of Bio-Physics of Empire State University.

PARKER, PETER

THERE COME TIMES IN ALL OF OUR LIVES WHEN WE MUST CONSIDER OUR OPTIONS AND MAKE DECISIONS...

...HARD DECISIONS!

AND ONCE THOSE DECISIONS ARE MADE-- FOR GOOD OR BAD-- WE MUST LIVE WITH THEM...

...ALL THE DAYS OF OUR LIVES.

"OPTIONS!"
STORY BY ROGER STERN
ART BY JOHN ROMITA, JR. & DAVE SIMONS

LETTERS BY JOE ROSEN
COLORING BY BOB SHAREN

EDITED BY TOM DEFALCO
OVERSEEN BY JIM SHOOTER

NEXT ISSUE "ORDEALS!"

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the AMAZING SPIDER-MAN®

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J.R. JR. + WIACEK..

STAN LEE PRESENTS:

ORDEALS!

IT WAS JUST WEEKS AGO THAT FELICIA HARDY, **THE BLACK CAT**, WAS SERIOUSLY INJURED. SHE WOULD HAVE DIED, WERE IT NOT FOR--

--the AMAZING SPIDER-MAN

ROGER STERN
WRITER

JOHN ROMITA JR. & KLAUS JANSON
ARTISTS

JOE ROSEN
LETTERER

BOB SHAREN
COLORIST

TOM DeFALCO
EDITOR

JIM SHOOTER
EDITOR-IN-CHIEF

KNOWING NOW JUST HOW FLEETING LIFE CAN BE, SHE TAKES EVERY OPPORTUNITY TO EXPRESS HER GRATITUDE...

GOOD MORNING, MS. HARDY! TIME FOR YOUR--OH!

I'M SORRY... I DIDN'T KNOW...

IT'S OKAY, NURSE. I OUGHT TO BE GOING ANYWAY.

MUST YOU RUN OFF SO SOON, LOVE?

'FRAID SO, FELICIA. I HAVE BUSINESS TO TAKE CARE OF ...IMPORTANT BUSINESS... AND I CAN'T PUT IT OFF ANY LONGER--

--NOT IF WE'RE TO HAVE A CHANCE OF ANY KIND OF FUTURE. SEE YOU!

Y-YOU'LL HAVE TO EXCUSE ME, MS. HARDY. I'M NOT USED TO VISITORS COMING AND GOING BY WAY OF THE WINDOWS.

MS. HARDY? HELLO?

I'M ALMOST AFRAID TO GUESS WHAT HE COULD HAVE MEANT BY "IMPORTANT BUSINESS"! IT SEEMS LIKE ALL HE DOES--

"--IS PUT HIS LIFE ON THE LINE FOR OTHERS. IF HE ISN'T FIGHTING DR. OCTOPUS OR THE PUNISHER, HE'S TRYING TO TRACK DOWN NEW MENACES--"

--LIKE THIS HOBGOBLIN PERSON WHO SEEMS TO HAVE HIM SO WORRIED. I WISH I COULD HELP SOMEHOW. LYING HERE, HELPLESS, IS DRIVING ME CRAZY!

MOMENTS LATER, MANY CITY BLOCKS AWAY...

THIS CERTAINLY WON'T BE PLEASANT, BUT IT'S SOMETHING I HAVE TO DO.

FELICIA'S HOSPITAL BILLS WILL BE A SMALL FORTUNE. IF I WANT TO GET THE FREE TIME TO EARN ENOUGH MONEY TO COVER THEM--

--I HAVE TO GO THROUGH WITH THIS! I WISH I COULD DO THIS AS SPIDER-MAN, BUT I CAN'T.

THIS IS STRICTLY PETER PARKER'S RESPONSIBILITY.

AND FOR ONCE IN MY LIFE, I'M GOING TO DO THINGS BY THE BOOK-- NO MATTER HOW PAINFUL THE ORDEAL!

OH, NO! IT'S...IT'S EVEN WORSE THAN I'D THOUGHT!

I HAVEN'T SEEN A LINE THIS LONG SINCE FRESHMAN REGISTRATION! THE DEAN'S RECEPTIONIST MUST BE IN NEW JERSEY!

OH, WELL... BACK OF THE LINE, PARKER!

THIRTY MINUTES LATER...

MAYBE I SHOULD HAVE BROUGHT A BOOK TO READ.

I WONDER WHAT THE EXACT PRO-CEDURE IS FOR BAILING OUT OF GRAD SCHOOL?

FILL OUT THESE FORMS, GET THE PROPER AUTHORIZATIONS, AND THEN COME BACK HERE!

NEXT!

FORTY MINUTES AND A CASE OF WRITER'S CRAMP LATER...

LET'S SEE, I NEED THIS SIGNED BY THE ASSISTANT DEAN OF ADMISSIONS. THAT'S DEAN KRENSHAW. I HOPE HE'S HERE.

WHAT'S THIS?

BACK IN 15 MIN.

OH, FINE!

BACK IN 15 MIN.

I SHOULD HAVE KNOWN! NO SENSE WASTING TIME WAITING HERE. THERE ARE A LOT OF OTHER SIGNATURES I NEED.

SOON...

DOCTOR SLOAN?

AH, PARKER! COME IN...SIT DOWN!

I'VE BEEN EXPECTING YOU.

YOU HAVE?

YES, YOUR LAB PARTNER ACCOSTED ME IN THE HALL YESTERDAY, SPOUTING SOME DRIVEL ABOUT YOUR QUITTING SCHOOL.

IS THAT TRUE?

YES, SIR. I HAVE A LOT OF REASONS...PARTLY FINANCIAL, BUT MOSTLY PERSONAL.

I SEE.

I'M SORRY TO HEAR THAT, PETER...ESPECIALLY IN LIGHT OF THE WAY YOU TURNED YOUR GRADES AROUND WITH YOUR PERFORMANCE ON THE FINAL.

I'M NOT USUALLY GIVEN TO PRAISE, SON, BUT OF ALL MY BIO-PHYSICS GRADUATE STUDENTS, YOU ARE BY FAR THE BRIGHTEST.

I WISH YOU'D RECONSIDER YOUR DECISION. YOU HAVE THE MAKINGS OF A FIRST-RATE SCIENTIST...IF YOU'D ONLY BUCKLE DOWN A BIT.

BUCKLING DOWN HAS ALWAYS BEEN A PROBLEM FOR ME, DOCTOR. SCHOOLWORK ALWAYS CAME SO EASILY FOR ME, I NEVER LEARNED HOW TO DISCIPLINE MYSELF. HECK, I'VE BEEN GOING TO SCHOOL MOST OF MY LIFE--

--AND I SOMETIMES WONDER IF I'VE LEARNED ANYTHING PRACTICAL AT ALL! STILL, I DON'T WANT TO CLOSE ANY DOORS BEHIND ME. THAT'S WHY I'M APPLYING FOR A FORMAL LEAVE OF ABSENCE FROM THE GRADUATE PROGRAM.

MAYBE AFTER A LITTLE FULLTIME WORK EXPERIENCE, I'LL HAVE A BETTER IDEA OF WHAT I WANT TO DO WITH MY LIFE... AND I'LL RETURN, READY TO "BUCKLE DOWN!"

VERY WELL. IF YOUR MIND IS THAT MADE UP--!

THANK YOU, SIR. I HOPE I'LL BE STUDYING UNDER YOU AGAIN BEFORE TOO LONG.

I HOPE SO TOO, PETER. GOOD LUCK TO YOU.

I'VE SIGNED HUNDREDS OF THOSE FORMS OVER THE YEARS, AND NOT ONE IN TEN OF THE STUDENTS WHO'VE LEFT HAVE RETURNED. I HOPE YOU BEAT THE ODDS, PARKER...

...BUT I'M TERRIBLY AFRAID YOU WON'T.

JUST THREE MORE SIGNATURES--

--AND I'M HOME FREE! WHOOPS! THERE GOES ONE NOW!

DEAN KRENSHAW! WAIT UP!

I NEED TO HAVE YOU SIGN--!

NOT NOW, BOY! I'M NEEDED IN A MEETING! SEE ME IN A FEW MINUTES--

--I WON'T BE LONG!

BACK IN 15 30 MIN.

YEAH. SURE.

FORTY-FIVE MINUTES LATER...

ANOTHER LINE, AN-OTHER WAIT. THIS IS RIDICULOUS!

AND STILL LATER...

IT MAY ACTUALLY WIND UP TAKING LONGER TO GET OUT OF COLLEGE THAN IT TOOK TO GET IN!

EVENTUALLY...

BUT THIS IS A LEAVE-OF-ABSENCE FORM!

UH, THAT'S RIGHT. DON'T TELL ME I'M IN THE WRONG LINE!

YOU'RE ON THE WRONG *FLOOR!*

NEXT!

FINALLY...

I DON'T BELIEVE IT! IT MUST BE A MIRAGE!

DEAN KRENSHAW!

AT LUNCH

SIR, I NEED YOUR SIGNATURE ON THIS!

NOW? BUT, I'M EATING!

IT'S VERY IMPORTANT TO ME, SIR.

OH, ALL RIGHT!

R-R-RING

HELLO? OH, HI, DON! NO, I WASN'T DOING ANYTHING IMPORTANT. SURE... RIGHT AFTER LUNCH! 'BYE!

ME?

HEY, KID!

CLOSE THAT DOOR BEHIND YOU! IF THERE'S ONE THING I DON'T NEED, IT'S ANOTHER INTERRUPTION!

CLOSE... THE... DOOR...

YEAH. AND DON'T--

SLAM!

--SLAM IT.

@☆xxx%#@ BUREAUCRATS! THEY THINK THE STUDENTS ARE HERE FOR THEIR CONVENIENCE!

JUST ONCE, I'D LIKE TO KEEP ONE OF THEM WAITING!

OHHH! I OUGHT TO BE ARRESTED FOR WHAT I'M THINKING!

SHORTLY...

÷U-U-URP÷

AH, THAT WAS GOOD!

THERE'S JUST ENOUGH TIME FOR A QUICK BATHROOM STOP BEFORE-- EH?

WHAT THE DEVIL?

BAM

BAM

NO... OH, NO!

THE @%XX☆#@ DOOR IS STUCK!

SOMEBODY... ANYBODY... GET ME OUT OF HERE!!

WHAT'S ON THAT DOOR...LOOKS LIKE A GIANT SPIDER'S WEB!

DEAN KRENSHAW?

THANK HEAVENS! I NEED HELP...MY DOOR IS STUCK!

I'LL SAY IT IS!

GET A CUSTODIAN-- *QUICK!* I MUST GET OUT OF HERE! I--UH--HAVE AN IMPORTANT CALL TO ANSWER!

ALL RIGHT, I'LL SEE WHAT I CAN DO.

BUT FIRST...

...SIGN THIS!

MY WEBBING OUGHT TO WEAKEN ENOUGH TO LET HIM OUT IN...OH, AN HOUR OR SO!

HEH-HEH! I'M SUCH A STINKER!

MEANWHILE, AT A CHIC EASTSIDE EATERY...

THIS HAS BEEN A FUN LUNCH! I'M GLAD YOU COULD MAKE IT INTO THE CITY WITH LIZ, HARRY!

I'M GLAD, TOO, MARY JANE. YOU KNOW, I'M GOING TO BE BUSY WITH BUSINESS FOR THE REST OF THE AFTERNOON, BUT-- IF YOU'RE GOING TO BE IN THE AREA FOR A WHILE --YOU OUGHT TO COME OUT AND SEE OUR NEW PLACE!

YES! WE'RE JUST MINUTES ACROSS THE RIVER!

WELL, I'LL THINK ABOUT IT--

--BUT I HAVE TO WARN YOU, US WATSONS HAVE A PHOBIA ABOUT TRAVELING INTO DARKEST NEW JERSEY!

GEE, I JUST CAN'T GET OVER HOW GOOD THE BOTH OF YOU LOOK!

IT'S MARRIED LIFE THAT DOES IT, MJ. YOU REALLY OUGHT TO GIVE IT A TRY!

I THINK I'D RATHER VISIT NEW JERSEY.

HAH!

NO, I'M SERIOUS! SAY, HAVE YOU TALKED TO PETER PARKER SINCE YOU GOT BACK IN TOWN?

YES...YES, OF COURSE, I DID... BRIEFLY.

I ALWAYS THOUGHT YOU MADE A CUTE COUPLE. WHY DON'T THE FOUR OF US GET TO-GETHER THIS WEEKEND?

I DON'T KNOW, LIZ. I'M AWFULLY BUSY.

LOOK, IT'S GETTING LATE, KIDS. I REALLY HAVE TO RUN.

KEEP IN TOUCH, OKAY?

I HATE TO SAY I TOLD YOU SO, LIZ, BUT YOU KNOW I DID! YOU SHOULD KNOW BETTER THAN TO THINK YOU COULD CONVINCE MARY JANE WATSON TO SETTLE DOWN!

IT WAS WORTH A TRY, HARRY. MAYBE IT STILL IS!

UH-OH! NOW WHAT ARE YOU PLANNING, MRS. OSBORN?

THAT'S FOR ME TO KNOW AND YOU TO FIND OUT, MR. OSBORN!

AND HERE I THOUGHT MATCHMAKING HAD BECOME A THING OF THE PAST!

I'M NOT MATCHMAKING! I JUST DON'T WANT MARY JANE TO WIND UP ALONE AND UNHAPPY!

HONEY, I'VE NEVER KNOWN MARY JANE TO BE ALONE UNLESS SHE WANTED TO BE!

UH-HUH. AND WHAT ABOUT "UNHAPPY"?

UH... LET'S DISCUSS THIS AFTER THE STOCK-HOLDERS' MEETING, SHALL WE?

BUT WHEN HARRY AND LIZ OSBORN ENTER THE CORPORATE OFFICES OF HIS FAMILY'S BUSINESS...

HOLY SMOKES!

LATE AFTERNOON...

DID YOU SEE THIS, HAROLD? IT'S A SHAME... A DIRTY SHAME!

FIRST, THERE WERE THOSE WAREHOUSE BREAK-INS, AND NOW THEIR HOME OFFICES ARE RANSACKED!

SOMEBODY MUST REALLY HAVE IT IN FOR OSBORN MANUFACTURING. MAYBE I SHOULD HAVE MY BROKER SELL MY SHARES OF ***OSBORN PREFERRED!***

DAILY BUGLE

ANOTHER BREAK-IN!

OSBORN? DID YOU SAY THERE WAS TROUBLE AT THE OSBORN COMPANY?

TH-THAT'S WHAT IT SAYS IN THE DAILY BUGLE!

COULD I BORROW THAT PAPER?

H-H-HERE! YOU CAN HAVE IT!

THANKS!

WHY WOULD HE BE INTERESTED? SURELY HE'S NOT A STOCKHOLDER!

I THOUGHT THAT THIS MIGHT BE ANOTHER OF THE HOBGOBLIN'S OPERATIONS, LIKE THE PREVIOUS BREAK-INS.* BUT THIS SOUNDS TOTALLY DIFFERENT.

THE JOB WAS PULLED IN THE DAYTIME... EMPLOYEES TIED UP BY A SMALL GROUP OF MEN...FILES RIFLED!

*SEE ISSUE #239.

STILL, THIS COMES TOO SOON AFTER THE OTHER JOBS TO BE A COINCIDENCE!

I'D BETTER CHECK IT OUT!

SOON, AT A CERTAIN MIDTOWN POLICE PRECINCT HOUSE...

THE OFFICE JOB OCCURRED IN CAPTAIN DEWOLFF'S BAILIWICK, SHE OUGHT TO BE ABLE TO CLUE ME IN!

MAN, IF THIS COULD GIVE ME A LEAD ON THE HOBGOBLIN--!

RATS! THE PLACE IS DARK-- DEWOLFF MUST HAVE PACKED IT IN FOR THE DAY!

NICE OF HER TO LEAVE HER WINDOW UNLOCKED, THOUGH. MAYBE I CAN JUST HELP MYSELF TO THE INFO.

CLIK

YEAH, THIS STACK OF STUFF ON HER DESK LOOKS PROMISING!

MUGGINGS... ASSAULTS... CAR THEFTS...THERE'S A LOT GOING ON IN THE BIG CITY, AND NOT ALL OF IT GOOD!

AH-*HAH!* HERE'S WHAT I'M LOOKING FOR!

MEANWHILE, JUST OUTSIDE...

WHY'S THERE STILL A LIGHT ON IN THE CAPTAIN'S OFFICE? SHE LEFT HOURS AGO!

IT SOUNDS LIKE SOMEONE'S SNOOPING AROUND IN THERE!

ALL RIGHT, PUT UP YOUR HANDS AND--

-- HUH?

GUESS I'VE BEEN WATCHING TOO MANY TV COP SHOWS.

COULD'VE SWORN I HEARD SOMEBODY IN HERE, THOUGH!

THIS IS ODD! ACCORDING TO THE STAFF, THE ONLY THING TAKEN FROM THE OSBORN COMPANY OFFICES WERE FILES ON CHEMICAL STORAGE ...ALL THE INVENTORY REPORTS FOR THE LAST SIX YEARS.

WHY WOULD ANYONE WANT THAT STUFF?

LOOKS LIKE I WAS JUST JUMPING TO CONCLUSIONS. HOBGOBLIN WAS LOOTING OSBORN COMPANY PROPERTIES TO GET THE "GREEN GOBLIN" WEAPONRY NORMAN OSBORN HAD HIDDEN THERE.

I CAN'T IMAGINE WHY HE'D WANT THOSE OLD REPORTS.

HEY, CARL--MOVE YOUR TAIL! WE JUST GOT A REPORT OF OFFICERS IN TROUBLE! KAREEM AND THE BOYS ARE TAKING FIRE AT A ROBBERY IN PROGRESS...PIER 3!

PIER 3... HEY, THAT'S WHERE THE OSBORN COMANY HAS AN OLD CHEMICAL STORAGE WAREHOUSE!

YOU THINK THERE MIGHT BE A CONNECTION WITH THIS MORNING'S ROBBERY?

PIER 3...

YOU GET THAT CALL THROUGH TO DISPATCH?

BDAM BDAM-BAM-BAM

YEAH.

GOOD! 'CAUSE FROM THE SOUNDS OF THINGS--

KA-CHUK

"--THERE'S A SMALL ARMY IN THERE! UNLESS I'M SADLY MISTAKEN, THEY HAVE ENOUGH FIREPOWER TO BLOW US AWAY TEN TIMES OVER! AND THEY WILL...

"...IF WE DON'T GET SOME BACK-UP REAL SOON!"

TUMBLING THROUGH THE AIR, MANY STORIES ABOVE THE STREETS, SPIDER-MAN LANDS UNSEEN ON THE ROOF OF THE DOCKSIDE WAREHOUSE...

WITH ALL THE SHOOTING GOING ON DOWNSTAIRS, I DOUBT IF ANYONE HEARD ME LAND.

WELL, IT'S NICE TO BE RIGHT ABOUT SOMETHING! THAT'S A RATHER ***BLATANT*** CHEMICAL THEFT IN PROGRESS! THESE BOYS HAVE NO SUBTLETY AT ALL.

BUT THEN, NEITHER DO I!

ALL RIGHT, THIS IS A CITIZEN'S ARREST! I SEE AT LEAST SIX CASES OF ILLEGAL USE OF FIREARMS!

EEYAAH!

AND ONE VIOLATION OF LOCAL NOISE ORDINANCES!

SPIDER-MAN!

PLUG 'IM!

NO, DON'T SHOOT! YOU'LL HIT ONE OF OUR GUYS!

WE GOTTA DO SOME-THIN'!

THERE'S MORE'A US THAN THERE IS'A HIM!

LET'S GET 'IM!

ALL OF A SUDDEN, THE SHOOTING STOPPED...WHAT GIVES?

I DON'T KNOW. IT'S CRAZY, BUT--

POLICE

"--IT ALMOST SOUNDS LIKE A FIGHT'S BROKEN OUT IN THERE!"

SPIDER-MAN, HUH? BIG @#xx☆%@ DEAL! HE DON'T SEEM LIKE MUCH NOW!

YEAH, I READ WHERE HE'S S'POSED TO BE AS STRONG AS TEN MEN!

TOO BAD THERE'S MORE'N TEN OF US!

TSK-TSK! YOU REALLY SHOULDN'T BELIEVE WHAT YOU READ IN THOSE SLEAZY TABLOIDS!

THE CORRECT INFORMATION IS: "HE HAS THE PROPORTIONATE STRENGTH OF A SPIDER!"

HUH?

AND THAT'S A HECKUVA LOT STRONGER THAN TEN MEN!

YEEOW! HE... HE WAS FAKIN'--!

BUT, EVEN AS SPIDER-MAN STRIKES BACK...

I WAS AFRAID THIS MIGHT HAPPEN.

IT'S A GOOD THING I CAME PREPARED...

...A VERY GOOD THING!

WHAT THE BLAZES--? MY SPIDER-SENSE BUZZ SAYS THERE'S DANGER COMING! BUT THESE IDIOTS ARE NO PROBLEM, SO IT MUST BE--

-- SOMETHING ELSE! *HOLEE--!*

LOOK OUT! THESE THINGS'RE SHARP AS RAZORS!

THOSE MECHANICAL BATS ARE THE HOBGOBLIN'S TOYS! I WAS RIGHT THE FIRST TIME...HE *IS* MIXED UP IN THIS!

AND HE'S *HERE!*

YOU! OUT OF THAT TRUCK!

SORRY!

SHEESH! IF I HAD ANY DOUBTS, THEY'RE GONE NOW! THAT WAS ONE OF HOBGOBLIN'S--

FWUMP

"--INCENDIARY BOMBS!"

FIRE! *FIRE!!*

THE TIMBERS IN THIS PLACE ARE LOADED WITH CREOSOTE! BETWEEN THAT AN' THE CHEMICALS HERE, WE DON'T STAND A CHANCE!

--OR I CAN STOP THE HOBGOBLIN... BUT NOT BOTH!

HE'S RIGHT! THE WAREHOUSE WILL BE A FURNACE IN A MATTER OF SECONDS! I CAN STICK AROUND AND TRY TO RESCUE THESE CREEPS--

THERE'S REALLY NO CHOICE--

--NO ONE DESERVES TO BURN TO DEATH. BESIDES I CAN ALWAYS FIND THE HOBGOBLIN LATER!

MACK

WITH UNERRING ACCURACY, SPIDER-MAN LOBS ONE OF HIS SELF-ADHERING MICROCIRCUITED SPIDER-TRACERS ONTO THE SPEEDING SEMI--

KER-

-RUNG

--JUST AS IT MAKES ITS EXIT!

SCREEE

KA-CHUK

KA-CHUK -CHUK

BENSON, GET OUT AN ALL-POINTS ON THAT SEMI! THE REST OF YOU COME WITH ME AND...OMIGOD!

CANCEL THAT LAST ORDER! SEND FOR THE SMOKE EATERS...

...AND THE MEAT WAGON. IF ANYONE'S ALIVE IN THERE, THEY WON'T BE FOR LONG!

HEY, SARGE! LOOK!

"SOMETHING'S COMING OUT!"

YOU GUYS IN THE WEB-BALL ...STOP YOUR SQUIRMING!

OKAY, OFFICERS, THEY'RE ALL YOURS! SORRY I CAN'T STAY, BUT I HAVE TO SEE A MAN ABOUT A TRUCK!

HOWEVER...

...AT THAT MOMENT...

...JUST A FEW SHORT BLOCKS AWAY...

SECONDS LATER...

THE OL' SPIDER-SENSES PICKED UP THE ELECTRICAL EMISSIONS FROM MY TRACER--

--FASTER THAN A SCOUT TROOP PICKING UP POISON IVY!

OKAY, HOBGOBLIN--

--THIS IS THE END OF... THE...LINE? WHAT IS *THIS?!*

SOME SORT OF ROBOT STEERING GIZMO?!?

NEEP NEEP NEEP

YEAH...YEAH, AND I THINK IT KNOWS I'M HERE!

KWOOM

THAT MAKES TWICE THE HOBGOBLIN HAS GOTTEN AWAY FROM ME! HE'S REALLY FIGURED OUT HOW TO MAKE THE MOST USE OUT OF THE GREEN GOBLIN'S GEAR!

BUT THE GOBLIN WAS CRAZY! THERE SEEMS TO BE A PERVERSE LOGIC TO THE WAY HOBGOBLIN OPERATES! I HAVE A BAD FEELING THAT IF I CAN'T FIGURE OUT WHAT HIS GAME IS... A LOT OF PEOPLE MIGHT GET HURT!

SHORTLY...

KEEP SOAKIN' 'ER DOWN! THIS BUILDING'S A LOST CAUSE, BUT WE CAN STILL SAVE THE OTHERS!

LET ME GET THIS STRAIGHT--

--NONE OF YOU HAVE ANY IDEA WHAT YOU WERE BEING PAID TO STEAL?

THAT'S RIGHT, MAN. THE ONLY DUDE WHO KNEW WHAT WAS IN THOSE CRATES WE LOADED INTO THE TRUCK WAS THE ONE WHO HIRED US...LEFTY DONOVAN!

AN' I HOPE YOU NAIL THAT LOUSE! HE WOULDA LEFT US ALL IN THERE TO DIE!

STORY'S THE SAME FROM ALL OF 'EM, SARGE. THE ONLY OTHER BREAK-IN ANY OF 'EM WERE IN ON WAS THIS MORNING'S. NONE OF THEM KNOW THE WHY OR THE WHEREFORE.

IT'S PRETTY OBVIOUS THAT THIS DONOVAN GUY WANTED A SPECIFIC BATCH OF CHEMICALS THAT OSBORN HAD STORED HERE, BUT BE-TWEEN THE STOLEN REPORTS AND THE FIRE DAMAGE, WE MAY NEVER KNOW *WHICH* CHEMICALS!

THIS DOESN'T MAKE ANY SENSE--

--I'M FAMILIAR WITH LEFTY DONOVAN'S RECORD, AND HE'S ALWAYS BEEN STRICTLY SMALL TIME. I NEVER WOULD'VE FIGURED HIM FOR PULLING OFF SOMETHING THIS BIG.

LEFTY DONOVAN, EH?

I HAVE A NAME FOR YOU NOW, MISTER HOBGOBLIN. ALL I HAVE TO DO IS TRACK YOU DOWN!

HOURS LATER, AT A RECENTLY RENTED SUMMER HOUSE IN A REMOTE AREA OF LONG ISLAND...

HIDDEN ELECTRIC EYES ARE TRIPPED, AUTOMATIC GATES OPEN TO ADMIT THE HEAVILY LOADED VAN...

HOW DID IT GO, DONOVAN? DID YOU GET THE MATERIAL?

PIECE'A CAKE! I GOT THE CHEMICALS, AND THE REST OF THE BOYS TOOK A DIVE -- JUST LIKE YOU PLANNED.

SPIDER-MAN EVEN SHOWED UP... JUST LIKE YOU SUSPECTED HE MIGHT! BUT I USED THE STUFF YOU GAVE ME, AND I LOST 'IM.

I WISH I KNEW HOW YOU DID IT, SIR!

IT'S REALLY QUITE, SIMPLE, DONOVAN... JUST A MATTER OF GETTING TO KNOW YOUR ADVERSARIES AND PLANNING HOW BEST TO HUMBLE THEM.

WITH THE COMPOUNDS YOU'VE SECURED FOR ME, HUMBLING SPIDER-MAN WILL BECOME EVEN MORE OF A "PIECE'A CAKE" THAN IT IS NOW!

THOSE CHEMICALS WILL GIVE ME THE FULL PHYSICAL POWER WHICH THE ORIGINAL GREEN GOBLIN POSSESSED!

WITH SUCH STRENGTH AT MY COMMAND, SPIDER-MAN WILL BE POWERLESS TO STOP THE HOBGOBLIN!

AND, IN MANHATTAN'S THEATER DISTRICT...

THAT WAS WONDERFUL, JEFF! YOU KNOW, I WAS OUT OF TOWN SO LONG, I'D ALMOST FORGOTTEN THERE WAS A BROADWAY!

WELL, I'M GLAD I WAS ABLE TO END YOUR CULTURAL DEPRIVATION. HOW ABOUT LETTING ME DO SOMETHING ABOUT YOUR HUNGER?

MMMM... SOUNDS GOOD. WHAT DID YOU HAVE IN MIND?

I KNOW THIS GREAT SICILIAN PLACE IN MIDTOWN--!

OH, JUST A MINUTE! I MISSED SEEING THE CLOSING STOCK REPORTS... YOU MIND IF I GET A PAPER?

NOT AT ALL!

WHAT'S THAT HEADLINE ON THE AFTERNOON EDITION? A BREAK-IN AT--?

THAT'S HARRY'S FAMILY'S BUSINESS!

DAILY BUGLE
ANOTHER BREAK-IN!

I HOPE HE AND LIZ WEREN'T HURT! IF ANYTHING WOULD HAPPEN TO THEM--!

MARY JANE? WHAT'S WRONG?

WRONG? NOT A THING, TIGER! WHAT COULD BE WRONG?

COME ON, YOU SAID YOU WERE GOING TO FILL ME UP WITH PASTA!

RIGHT...RIGHT! IT'S JUST THAT...WELL... YOU LOOKED SO SERIOUS FOR A MOMENT!

SERIOUS? *ME?* DON'T BE SILLY!

YOU KNOW ME-- I'M NEVER SERIOUS ABOUT ANYTHING...

...NEVER.

NEXT ISSUE · SACRIFICE PLAY!

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APPROVED BY THE COMICS CODE AUTHORITY

the AMAZING SPIDER-MAN®

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10:06 AM...THE OFFICES OF MANHATTAN DISTRICT ATTORNEY BLAKE TOWER...

UH, S-SORRY TO BUZZ YOU, SIR... I KNOW YOU DIDN'T WANT TO BE DISTURBED...BUT THERE'S SOMEONE HERE TO SEE YOU...

...AND I DON'T THINK HE'LL GO AWAY UNTIL HE DOES!

IN

OUT

STAN LEE PRESENTS

SACRIFICE PLAY!

WHAT'S THE PROBLEM, MS. SMITHERS? CAN'T YOU...OH.

SPIDER-MAN!

SORRY I DIDN'T MAKE AN APPOINT-MENT, MR. D.A.-- BUT MY SCHEDULE'S BEEN A LITTLE HECTIC LATELY.

CAN WE TALK?

CERTAINLY--

--BUT COME INTO MY OFFICE AND STOP FRIGHTENING MY RECEPTIONIST!

SURE THING. THIS IS PRIVATE STUFF ANYWAY.

I NEED YOUR HELP IN TRACK-ING DOWN THE HOBGOBLIN!

WHOA! JUST WAIT A MINUTE...WHO OR WHAT IS THE HOBGOBLIN?

WELL, FOR OPENERS, HE WAS THE MAN RESPONSIBLE FOR ALL THE BREAK-INS AT OSBORN MANUFACTURING.*

*ISSUES #238, #239, & #244.

"I FIRST CAUGHT HIM IN THE ACT A FEW WEEKS AGO.* HE USES THE EQUIPMENT OF THE OLD GREEN GOBLIN--BUT BELIEVE ME, HE'S MADE IT HIS OWN. HE'S ALREADY GOTTEN AWAY FROM ME TWICE!

*ASM#239

2

REALLY? THE INFOR-MATION I HAVE IS THAT A SMALL-TIME CROOK NAMED LEFTY DONOVAN WAS BEHIND THE MOST RECENT OF THOSE BREAK-INS.

YEAH, I FIGURE THAT DONOVAN MUST *BE* THE HOBGOBLIN. THAT'S WHY I CAME TO YOU! IF YOU COULD ARRANGE FOR ME TO SEE THE POLICE FILES ON DONOVAN, I COULD FIND HIM FOR YOU IN NO TIME!

I CAN'T DO THAT! THE INVESTIGATION OF THOSE BREAK-INS IS A POLICE MATTER!

I CAN'T JUST CALL UP THE COMMISSIONER AND ASK HIM TO HAND HIS FILES OVER TO EVERY MASKED MAN WHO SHOWS UP AT MY OFFICE DOOR!

OH, YEAH? I BET YOU'D DO IT FOR THE *AVENGERS!*

OF COURSE, I WOULD! THE AVENGERS HAVE SPECIAL SECURITY CLEARANCES... THEY COOPERATE WITH THE POLICE... WHICH IS MORE THAN I CAN SAY FOR YOU!

HUH?

HELP IS A TWO-WAY STREET, SPIDER-MAN. I MIGHT BE ABLE TO GIVE YOU A HAND--

--IF YOU'LL COME CLEAN WITH ME! JUST WHAT HAS THIS HOBGOBLIN FELLOW BEEN STEALING? AT MOST OF THE BREAK-INS, THERE'S BEEN NO APPARENT LOSS, AND WHY HAS HE ONLY HIT OSBORN PROPERTIES?

LOOK, JUST FORGET IT, OKAY? I'LL FIND DONOVAN ON MY OWN.

SORRY I WASTED YOUR TIME...AND MINE!

ONE OF MY EARLIEST DUTIES AS D.A. WAS TO CLEAR SPIDER-MAN FOR THE MURDER OF TWO MEN... ONE OF THEM NORMAN OSBORN. NOW HE SHOWS UP CHASING A MAN WHO'S BEEN LOOTING THE COMPANY OSBORN OWNED.

WHY? WHAT'S THE CONNECTION?

THERE'S NO WAY I COULD HAVE TOLD HIM THAT HOBGOBLIN WAS STEALING HIS EQUIPMENT FROM THE OSBORN PLANTS...WITHOUT REVEALING THAT THE LATE NORMAN OSBORN HAD BEEN THE GREEN GOBLIN...

...AND I'M NOT ABOUT TO DO THAT! THE WORD WOULD EVENTUALLY LEAK OUT, AND HARRY OSBORN'S LIFE WOULD BE RUINED. HE'S ALREADY SUFFERED ENOUGH FOR WHAT HIS FATHER DID.

SO I STRUCK OUT WITH THE D.A.-- SO WHAT? I'LL FIND DONOVAN SOONER OR LATER...IF HE DOESN'T FIND ME FIRST.

IT'S INFURIATING TO KNOW THAT HE MUST BE OUT THERE SOMEPLACE, HOLED UP WITH NORMAN OSBORN'S SECRET PAPERS. AND OSBORN KNEW THAT I'M PETER PARKER UNDER THIS MASK! IF HE WROTE THAT DOWN--

--THEN HOBGOBLIN MIGHT KNOW MY SECRET, TOO! AND HE COULD BE PLANNING ANYTHING...*ANYTHING!*

AT THAT MOMENT, IN A PLUSH MANSION ON LONG ISLAND...

YOU'RE SURE YOU WANT ME TO--?

YES, ATTEND TO THAT AT ONCE. I HAVE ONE MORE IMPORTANT TASK TO COMPLETE.

"THIS IS IT, THEN..."

...ACCORDING TO THE NOTES FROM NORMAN OSBORN'S JOURNAL, THE POWER OF THE GREEN GOBLIN CAME FROM MIXING THESE TWO COMPOUNDS!

AH, IT'S TURNING *GREEN!* THAT'S THE PROPER REACTION. WHAT HAPPENS NEXT--?

WHOOM!

EYAAA! MY FACE!

H-HELP... HELP ME!!

HOLD ON! I'M COMING!

IT'S OKAY! YOU'RE GOING TO BE ALL RIGHT!

YOU HEAR?

HE'S PASSED OUT ...PROBABLY JUST AS WELL, THE SHAPE HE'S IN.

THE HEAT AND SMOKE DETECTORS IN THIS PLACE HAVE A DIRECT LINK TO THE COUNTY FIRE AND RESCUE SERVICES...

...THE AUTHORITIES WILL BE HERE IN MINUTES. AND THERE ARE THINGS INSIDE WHICH MUST BE DISPOSED OF BEFORE THEY ARRIVE!

KLA-BOOM

MINUTES LATER...

WEEOO WEEOO WEEOO

AMBULANCE

WHAT A MESS! ANY IDEA HOW IT STARTED?

I DON'T KNOW. I'D ALMOST SWEAR IT WAS A CHEMICAL FIRE...BUT THAT'S CRAZY!

ANYONE ELSE INSIDE?

IF THERE WAS, THEY'RE DEAD FOR SURE. IT'S BURNING SO HOT, I CAN'T RISK SENDING A CREW IN. IT'S JUST A MIRACLE THAT ONE FELLA GOT OUT. ANY IDEA WHO HE IS?

NOPE. AND FROM THE WAY HE LOOKED WHEN THEY BUNDLED HIM OFF--

"--IT'LL BE AWHILE BEFORE HE'S IN ANY SHAPE TO TELL ANYBODY ANYTHING!"

MIDTOWN MANHATTAN, AFTERNOON...

NOW'S THE TIME WHEN IT WOULD REALLY BE HANDY TO BELONG TO THE AVENGERS. IF I WERE AN AVENGER, I COULD JUST PUNCH UP LEFTY DONOVAN'S STATISTICS ON THEIR COMPUTER.

OR BETTER YET, I COULD HAVE THE BUTLER DO IT, WHILE I LOLLED AROUND THE MANSION AND COUNTED THE ZEROES ON MY PAYCHECK!

MAN, I CAN'T BELIEVE THE SALARY THOSE GUYS GET!*

OH, WELL, THIS WORKING CLASS HERO WILL JUST HAVE TO FALL BACK ON HIS USUAL SOURCE OF INCOME AND INFORMATION!

*HE FOUND OUT IN AVENGERS #235 ...DID YOU?

SWINGING AROUND TO THE BACK OF THE BUGLE BUILDING, THE NIMBLE WEB-SLINGER ALIGHTS, CLINGING TO THE WALL LIKE SOME GREAT HUMAN SPIDER!

THEN, HE TURNS AND SKITTERS DOWN THE SIDE OF THE BUILDING, UNTIL HE COMES TO ONE PARTICULAR WINDOW.

THAT'S THE NICE THING ABOUT TALL BUILDINGS-- PEOPLE RARELY BOTHER TO LOCK THE WINDOWS ON THE 15TH FLOOR!

SLIDING THE WINDOW BACK INTO PLACE, SPIDER-MAN PULLS A SET OF STREET CLOTHES FROM THE WEB-PACK ON HIS BACK, AND AFTER A QUICK CHANGE...

SPIDER-SENSE IS GIVING NARY A TINGLE... THE COAST MUST BE CLEAR!

AH! MADE IT OUT INTO THE HALL AND AROUND THE CORNER JUST IN TIME! NO SENSE IN GIVING FOLKS AROUND HERE CAUSE TO WONDER WHY A FREELANCE PHOTOGRAPHER IS HANGING OUT IN A STOREROOM!

IF NOTHING ELSE, THEY MIGHT SUSPECT ME OF FILCHING PENCILS!

GEE, THE MORGUE ROOM IS DARK. I GUESS THEY STILL HAVEN'T FOUND A NEW LIBRARIAN TO REPLACE MAGGIE McCULLOCH.

JUST AS WELL, REALLY...

...NOW I WON'T HAVE TO COME UP WITH SOME DUMB EXCUSE FOR CHECKING THE FILES ON LEFTY DONOVAN!

THE HOURS SLIP AWAY, AS PETER PARKER SIFTS THROUGH THE NEWSPAPER'S REFERENCE FILES, BUT...

I'M GETTING NOWHERE FAST. MAYBE IF I HAD A TALK WITH BEN URICH OR ONE OF THE CRIME REPORTERS, I'D...

EH? SOMEONE BEHIND ME?!

BETTY! BETTY LEEDS!

I NEVER COULD SNEAK UP ON YOU, PETER! WHAT ARE YOU UP TO IN HERE?

OH, JUST CHECKING UP ON SOME OLD STORIES... WHY? HAVE THEY APPOINTED YOU GUARDIAN OF THIS PLACE NOW?

NO, I'M KEPT QUITE BUSY BEING THE CITY EDITOR'S SECRETARY. ONE OF THE COPY BOYS SAID HE'D SEEN YOU COME IN HERE, SO I THOUGHT I'D PLAY MOTHER HEN!

I'LL BET YOU'VE HARDLY EATEN ALL DAY ...RIGHT?

WELL...

I THOUGHT SO! COME ON--

--YOU'RE HAVING DINNER WITH NED AND ME AT THE ROYAL PUB ...OUR TREAT!

HEY, YOU DON'T HAVE TO TWIST MY ARM TO ACCEPT A FREE MEAL, BETTS!

GOOD! YOU KNOW, WE HARDLY GET A CHANCE TO--!

EVENING, PARKER... MS. LEEDS!

I MUST BE HALLUCINATING! THAT COULDN'T HAVE BEEN J. JONAH JAMESON, GRAND HIGH PUBLISHER-IN-CHIEF... WITH A *GYM BAG?!?*

I SAW IT TOO, PETER. I DON'T QUITE BELIEVE IT, EITHER. JONAH ALWAYS SAID THAT EXERCISE WAS FOR HEALTH NUTS!

SHORTLY, A FEW BLOCKS AWAY...

MAYBE THERE'S A SIMPLE EXPLANATION! MAYBE HE LOST HIS BRIEFCASE!

AL PUB 1240

AND SO HE BOUGHT AN EXPENSIVE GYM BAG TO REPLACE IT?

NO WAY, BETTS! JONAH'S SO CHEAP, HE'D JUST USE A PAPER BAG!

I SUPPOSE SO, PETER.

OH, I SEE NED NOW! HE HAS A BOOTH ALL READY FOR US!

HI, NED! HOW'S IT...*HUH?*

MARY JANE?

OH... PETER. HI.

IT'S ABOUT TIME YOU TWO SHOWED UP! I WAS ABOUT TO SEND OUT A SEARCH PARTY!

HEY, WHY SO SURPRISED, PETE? DIDN'T MY LOVELY WIFE MENTION--?

UH... I GUESS I FORGOT TO TELL YOU THAT I'D ALSO INVITED MARY JANE ALONG, PETER! THE MORE THE MERRIER, AFTER ALL!

UH-HUH.

BOY, I NEVER THOUGHT BETTY WOULD PLAY MATCHMAKER... ESPECIALLY FOR MARY JANE AND ME!

UH...ENJOYING YOUR STAY IN TOWN, MJ?

ALWAYS, TIGER! YOU KNOW ME!

HOW'RE YOUR STUDIES COMING ALONG, PETE? YOU'RE ABOUT TO START YOUR SECOND YEAR IN GRADUATE SCHOOL, AREN'T YOU?

NOT EXACTLY, NED.

AS A MATTER OF FACT, I'VE TAKEN AN INDEFINITE LEAVE-OF-ABSENCE FROM THE GRADUATE PROGRAM.

Y-YOU MEAN YOU'VE QUIT SCHOOL?!? YOU? I CAN'T BELIEVE IT!

WELL, I NEEDED SOME TIME TO GET MY LIFE FIGURED OUT. SO, I DECIDED TO JUST CONCENTRATE ON MY PHOTOGRAPHY FOR A WHILE...GET SOME MONEY AHEAD.

I DON'T KNOW, PETE. ACTUALLY MAKING A GOOD LIVING FROM FREELANCING AS A PHOTOG IS A LOT DIFFERENT FROM SUPPLEMENTING WHAT YOU GOT FROM YOUR SCHOLARSHIPS. AND COMPETITION IS PRETTY RUGGED RIGHT NOW!

I HOPE YOU MADE THE RIGHT DECISION.

YEAH... WELL... NO ONE EVER SAID LIFE WAS EASY.

UH... MENUS, ANYONE?

I WISH BETTY HADN'T DONE THIS TO ME! SHE KNOWS MARY JANE ONCE TURNED DOWN MY PROPOSAL OF MARRIAGE. HECK, I DOUBT THAT ANYONE COULD CONVINCE THAT LITTLE LADY TO SETTLE DOWN...

...THOUGH I BET I'M NOT THE ONLY ONE WHO'S TRIED. YOU CAN GET LOST IN THOSE GREEN EYES, AND--!

GREEN EYES...JUST LIKE FELICIA'S... JUST LIKE THE BLACK CAT'S.

OH, BROTHER! IT NEVER FAILS...I'M WITH ONE LADY, AND I WIND UP BEING REMINDED OF ANOTHER. WHY CAN'T ROMANCE EVER BE SIMPLE?

SOMETHING WRONG, TIGER?

WRONG? NO...NO, I GUESS I'M JUST TRYING TO MAKE UP MY MIND.

TIME PASSES...

FOR PETER PARKER AND HIS AMAZING ALTER EGO, THE DAYS SEEM TO WHIZ BY.

JULY

FOR THREE WEEKS, PARKER DEVOTES HALF OF HIS WAKING HOURS TO HONING HIS PHOTOGRAPHIC SKILLS--

--AND THE OTHER HALF TO A FRUITLESS SEARCH FOR THE MAN HE BELIEVES TO BE THE HOBGOBLIN.

AND FOR THREE WEEKS, AN UNIDENTIFIED MAN LIES COMATOSE IN A LONG ISLAND MEDICAL CENTER.

THREE WEEKS IS A LONG TIME TO LIE ABED...LONG ENOUGH FOR BED SORES TO FORM AND MUSCLES TO WEAKEN...

...IN A NORMAL MAN.

WHAT? WHERE?

WHAT HAPPENED TO ME? I REMEMBER AN EXPLOSION.

BANDAGED... MUST BE IN SOME HOSPITAL. THAT'S CRAZY... I DON'T NEED A HOSPITAL! I FEEL FINE...JUST A... LITTLE LIGHT-HEADED.

HAVE TO GET OUT OF HERE... BUT WHERE IS HERE?

THE CHART ON MY BED LISTED ME AS "JOHN DOE," SO THEY MUST NOT KNOW WHO I AM. THAT'S GOOD.

LET'S KEEP IT THAT WAY!

HMMRPH?!?

SORRY, FRIEND, BUT I'LL NEED THOSE CLOTHES OF YOURS!

SOON...

WITH ANY LUCK, THAT ORDERLY WON'T BE FOUND FOR AN HOUR OR SO. NOW TO FIND SOME TRANSPORTATION.

I WONDER WHAT KIND OF CAR THAT DOCTOR DRIVES?

MINUTES LATER...

MERCEDES... NOT BAD.

MERCY MEDICAL CENTER

I THINK I KNOW THIS ROAD. YES... TWELVE MILES... AND THEN RIGHT FOR ANOTHER FIVE...

SHORTLY...

THE PLACE IS A TOTAL LOSS. SO...WHY DID I COME HERE?

THERE'S NOTHING THAT CAN CONNECT ME TO IT... IT WAS RENTED UNDER AN ASSUMED NAME ...I SAW TO THAT!

BUT I *HAD* TO COME HERE. THERE'S SOMETHING WAITING FOR ME HERE... BUT WHAT? HEAD'S STILL FUZZY.

SOMETHING... DOWN THERE... UNDER THE CARPET!

YES... HIDDEN WHERE NO ONE WOULD THINK TO LOOK!

IT'S ALL HERE WAITING FOR ME!

WAITING FOR ME TO BECOME THE *HOBGOBLIN!*

EVERYTHING...IS LAID OUT FOR ME. IT'S ALL COMING BACK NOW.

EVERYTHING IS SPECIALLY TAILORED TO FIT.

SENSORS MUST GO INTO PLACE... IMPORTANT, I REMEMBER. WHY?

DOESN'T MATTER...

...ALL THAT MATTERS IS THAT I'M READY!

YES! I CAN FEEL THE POWER SURGING INSIDE ME! NOW THE HOBGOBLIN CAN REALLY BEGIN TO MYSTIFY THE WORLD!

FIRST, I MUST GET RID OF THE DOCTOR'S CAR--

--AND THEN I HAVE TO FIND SPIDER-MAN AND TEACH HIM THE MEANING OF FEAR!

AS THE EERIE FIGURE STREAKS AWAY ON THE JET-GLIDER, AN ENTIRE WALL OF COMPUTER SYSTEMS COMES TO LIFE--

--MONITORING THE MASKED MAN'S VITAL SIGNS, RECORDING NERVE IMPULSES AND MUSCLE CONTRACTIONS, AND ANALYZING... ALWAYS ANALYZING!

MEANWHILE, AT MANHATTAN'S FIFTH PRECINCT--

--DETECTIVE SGT. LOU SNIDER IS WORKING THE DAY WATCH, WHEN...

I SHOULD HAVE THOUGHT OF THIS WEEKS AGO!

SNIDER, OL' BUDDY! LONG TIME, NO SEE!

WHAT THE--?! YOU! DON'T YOU EVER KNOCK?

'FRAID NOT...THAT'S ONE OF MY RARE FAILINGS! BUT ENOUGH ABOUT ME, LET'S TALK SHOP!

DET. SGT L. SNIDER

I'VE BEEN LOOKING FOR A LESS-THAN-REPUTABLE GENT NAMED LEFTY DONOVAN. I HAVEN'T BEEN ABLE TO FIND HIM, BUT I HAVE DISCOVERED THAT MOST OF HIS ENCOUNTERS WITH THE LAW HAVE BEEN IN THIS PRECINCT!

UH-HUH, SO YOU THOUGHT YOU'D WALTZ IN HERE AND HAVE A LOOK AT HIS FILE, EH?

WELL, FORGET IT! I'M NOT STICKIN' MY NECK OUT FOR YOU! YOU'RE SUPPOSED TO BE REAL CHUMMY WITH CAPTAIN DEWOLFF UP IN MIDTOWN --WHY DON'T YA ASK HER FOR HELP?

I DID. SHE SENT ME TO YOU! C'MON, SNIDER--!

NO WAY! I HAPPEN TO KNOW THAT THE D.A. ALREADY TURNED YOU DOWN LAST MONTH! IT COULD COST ME MY BADGE--

--IF I WERE TO LET YOU SEE *THIS FILE!*

THAT FILE, HUH?

RIIIIGHT! SO I DON'T WANT ANYONE TO CATCH YOU LOOKING THROUGH THAT FILE! UNDERSTAND?

YEAH, I THINK SO.

GOOD. EXCUSE ME, I THINK I'VE GOT SOME-THING IN MY EYE.

GOOD OL' SNIDER! I KNEW I COULD COUNT ON HIM. LET'S SEE...ARNOLD "LEFTY" DONOVAN... HEIGHT 5' 11"...

BOY, HE'S BEEN INVOLVED IN ONE SMALL-TIME OPERATION AFTER ANOTHER. I WONDER IF--!

HEY, HOLD THE PHONE! ACCORD-ING TO THIS HE WAS HERE BEING QUESTIONED THE NIGHT I FIRST FOUGHT THE HOBGOBLIN!

THEN HE *COULDN'T* BE THE HOBGOBLIN! NOW, I'M CONFUSED...

SPIDER-MAN! THERE'S A... *HUH?*

WHERE THE DEVIL DID HE--?

JUST A CEILING AWAY, SNIDER. YOU SAID YOU DIDN'T WANT ANYONE TO SEE ME, REMEMBER?

WELL, SOMEBODY WANTS TO SEE YOU, AND PRONTO!

WE JUST GOT A REPORT OUT OF MIDTOWN...SOME GUY CALLING HIMSELF THE HOBGOBLIN IS DEMANDING THAT YOU COME FIGHT HIM! AND IN THE MEANTIME--

"--HE'S TEARING UP TIMES SQUARE!"

ONE WAY

4351

IF YOU EVER WANT TO USE THIS INTERSECTION AGAIN, YOU'D BETTER BRING ME SPIDER-MAN!

NO TURN

NO LEFT TURN

WING 'IM IF YOU CAN, BUT BRING HIM DOWN!

IT'S NO USE--

"--THAT FLYIN' GIZMO OF HIS BOBS AND WEAVES SO FAST, WE CAN'T DRAW A BEAD ON 'IM!"

YOU DON'T LISTEN VERY WELL, DO YOU? I SAID BRING ME SPIDER-MAN--

--OR FACE THE CONSEQUENCES!

KROOM

ON A NEARBY ROOFTOP...

McREADY, AS SOON AS YOU'RE IN POSITION--!

I READ YOU, SIR! THAT MANIAC'S JUST TOSSED HIS LAST PUN'KIN BOMB!

Smoke

TOT

TTES

'They

M

KA-CHOK

ZING

THAT WAS A BIG MISTAKE!

NOOOOO

RELAX! JUST GO LIMP! I'VE GOT YOU!

THAT WAS SOME SAVE!

IS HE--?

SPIDER-SENSE IS BUZZING SO HARD, MY EARS ARE RINGING!

WHEW! I COMPLETED THAT HAND-OFF JUST IN TIME!

HE'S OKAY--JUST A LITTLE STUNNED! GET HIM OUT OF HERE!

C'MON--*MOVE!*

KBAM

HI THERE, HOBBY! I HEAR YOU'VE BEEN LOOKING FOR ME! WHAT A COINCIDENCE--

--I'VE BEEN LOOKING FOR YOU!

JUST HOLD THAT POSE, AND I'LL--!

THWIP

"HOLD THAT POSE"? I CAN'T BELIEVE YOU SAID THAT! WHAT WERE YOU GOING TO DO, TAKE MY PICTURE?

IF IT'S ALL THE SAME TO YOU, I'D MUCH RATHER GO FOR A--

--RIIIIDE!

KRA-CHOOM

WONDERFUL...HE'S SOUPED UP HIS JET-GLIDER SO THAT IT'S EVEN FASTER! IF I HADN'T TWISTED AROUND AND HIT THIS ROTTEN OLD WATERTOWER FEET FIRST, I'D BE ONE SORRY WEB-SLINGER RIGHT NOW!

EVEN SO, I...YOW!

SPIDER-MAN HAS HAD IT--

--THE CITY GOES NEXT!

AS THE HUGE DUMPSTER HURTLES EARTHWARD--

--SPIDER-MAN LEAPS AHEAD OF IT, INTO THE VERY HEART OF THE SCATTERING CROWD!

GET BACK!

HE IS JUST BARELY ABLE TO GET OUT HIS WARNING BE-FORE IT HITS ...AND HITS HARD!

WHUUUU--!

I...FELT THAT... RIGHT THROUGH THE PADDING I SPUN FOR MYSELF. THAT NEARLY KNOCKED THE WIND OUTTA ME...GOOD THING IT WAS ALMOST EMPTY!

HOW'D HOBGOBLIN GET SO STRONG?

WUUUNG

WHUPS! THERE'S THAT SPIDER-SENSE WARNING BUZZ AGAIN!

THWAP

OH, NO, YOU DON'T!

YOU'RE PITCHING PRETTY GOOD TODAY, FELLA--

--BUT HOW'S YOUR FIELDING?

BUT PRAM

A-ZZZOK

CRITERION

THE STAR W

RETURN O

WHUMP

CRITERION

ETURN OF T

JEDI

D-DID YOU SEE THAT?

SEE IT? I THINK I FELT IT!

SIMPLY AMAZING! HOBGOBLIN DODGED THE PROJECTILE, BUT WAS CAUGHT IN THE SHOCKWAVE OF THE EXPLODING ELECTRONIC BILLBOARD! AND IT APPEARS THAT--

"--YES! SPIDER-MAN IS GOING AFTER HIM! GOOD LORD, THAT WAS A STANDING LEAP, AND IT MUST HAVE BROKEN EVERY OLYMPIC RECORD!"

OKAY, PLAYMATE, FUNTIME'S OVER!

UNNGH? W-WHA--?

FIRST, LET'S GET RID OF THIS MASK AND--*WHAT?*

I DON'T BELIEVE IT! EVEN WITH THE SCARS, I RECOGNIZE YOUR FACE FROM YOUR PICTURES!

YOU'RE LEFTY DONOVAN! BUT YOU *CAN'T* BE LEFTY DONOVAN!

WHAT KIND OF SCAM IS THIS? HOW'D YOU GET SO STRONG? *TALK!*

S-STRONG? IT WAS THE OSBORN FORMULA ...BOSS SAID IT WOULD MAKE A MAN UNBEATABLE...BUT IT BLEW UP! HARD TO THINK...

BOSS? WHAT BOSS? WHAT'S HIS NAME?

BUT, AS SPIDER-MAN TRIES TO GET THROUGH TO THE DAZED MAN--

KLIK

KLAK

--MAGNO-LOCK STIRRUPS SUDDENLY CLAMP TIGHT ONTO DONOVAN'S BOOTS, AND THE JET-GLIDER ROARS TO LIFE!

HEY!

R-R-I-I-P-P

YOU'RE NOT GETTING AWAY FROM ME AGAIN --NOT THAT EASILY!

T-THWAP

AND YOU'RE NOT GOING TO SCRAPE ME OFF AGAINST ANYTHING LIKE BEFORE!

I'LL JUST SKITTER UP THE WEB-LINE AND... HOLEE--!

DONOVAN! PULL UP!!

I... CAN'T! THE CONTROLS WON'T RESPOND! THE REMOTE GUIDANCE SYSTEM'S TAKEN OVER!

H-HE DOESN'T WANT ME TO TALK! HE--!

KRA-

KOWW

OH...MY...LORD.

HE... HE NEVER HAD A CHANCE!

LATER...

NOT A PRETTY SIGHT, I'LL TELL YA.

WONDER HOW HE GOT SO STRONG?

BOYS, THAT'S A SECRET THAT DIED WITH THE HOBGOBLIN!

THAT'S WHERE YOU'RE WRONG, PAL! THE ONLY ONE WHO DIED HERE TODAY WAS LEFTY DONOVAN!

THE GUY WHO SET HIM UP--THE *REAL* HOBGOBLIN--IS STILL ALIVE OUT THERE! HE MUST BE! AND NOW I KNOW HE'LL STOP AT NOTHING!

ELSEWHERE...

...HIS LIFE ENDED TRAGICALLY, WHEN HE APPARENTLY LOST CONTROL...

DONOVAN FOLLOWED HIS POST-HYPNOTIC COMMANDS PERFECTLY, UNTIL THAT LAST SHOCK STARTED TO BRING HIM AROUND. IT'S A GOOD THING I WAS MONITORING HIM!

SOON, MY COMPUTERS WILL HAVE COMPLETED THE ANALYSIS OF THE CHANGES IN DONOVAN'S BODY CHEMISTRY, AND I WILL BE ABLE TO DUPLICATE THE OSBORN FORMULA FOR MYSELF--*WITHOUT* THE EXPLOSIVE SIDE-EFFECTS!

A PITY DONOVAN HAD TO BE SACRIFICED, BUT HE HAD OUTLIVED HIS USEFULNESS TO ME.

FOR THE TIME BEING, THE WORLD WILL BELIEVE THE HOBGOBLIN TO BE DEAD ...THOUGH SPIDER-MAN NO DOUBT SUSPECTS THE TRUTH.

IF HE DOES, ALL THE BETTER! LET HIM WORRY ABOUT HOW AND WHEN I WILL STRIKE NEXT! IT WILL ONLY ADD TO HIS DOWNFALL!

FOR IT SHALL BE THE DEATH OF SPIDER-MAN WHICH IS REPORTED...IN *THE END!*

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APPROVED BY THE COMICS CODE AUTHORITY

the AMAZING SPIDER-MAN®

I'VE DREAMED OF THIS MOMENT FOR YEARS, SPIDER-MAN!

NOW--AT LAST--
J. JONAH JAMESON IS TRIUMPHANT!

JR. JR. + DAG

I AM THE WATCHER... AND MY RACE WAS OLD WHEN YOUR PLANET'S SUN WAS STILL A'BORNING.

IT IS MY FATE TO OBSERVE AND RECORD EVENTS IN YOUR TINY CORNER OF THE COSMOS. MINE IS THE POWER TO SEE WHAT IS... AND WHAT MIGHT HAVE BEEN.

BUT THERE ARE WORLDS BEYOND EVEN THOSE WHICH EXIST IN THIS REALITY AND THE NEXT... WORLDS NOT OF ENERGY AND MATTER, BUT OF THOUGHT AND MIND... WORLDS WHICH EXIST ONLY IN THE IMAGINATIONS OF THE DREAMERS AND...

THE DAYDREAMERS!

STAN LEE *PRESENTS:*

ROGER STERN WRITER / JOHN ROMITA JR. PENCILER / DAN GREEN INKER / JOE ROSEN LETTERER

BOB SHAREN COLORIST / TOM DEFALCO & DANNY FINGEROTH EDITORS / JIM SHOOTER EDITOR-IN-CHIEF

IN A PRIVATE ROOM IN NEW YORK'S COLUMBIA PRESBYTERIAN HOSPITAL, FELICIA HARDY SITS RECOVERING FROM WOUNDS SUFFERED IN ASSISTING THE AMAZING SPIDER-MAN...

HOW LONG HAVE I BEEN HERE? A MONTH? TWO? IT SEEMS LIKE FOREVER!

I'D GIVE ANYTHING TO GET OUT OF HERE AND STRETCH MY LEGS AGAIN. BUT AFTER THE LAST TIME I WENT FOR A STROLL, THEY TOOK MY COSTUME AWAY AND HID IT.

STILL...NO ONE'S DUE TO CHECK ON ME FOR A WHILE. MAYBE I CAN GET AWAY WITH A LITTLE EXERCISE.

OH...

...YES!

LET'S WORK THOSE KINKS OUT, FELICIA! S-T-R-E-T-C-H!

NOT BAD, MY DARLING--

--NOT BAD AT ALL!

SPIDER-MAN... LOVER!

THE ONE AND ONLY! IT LOOKS LIKE YOU'VE MADE BETTER PROGRESS THAN YOUR DOCTORS THOUGHT! MARVELOUS!

THAT BEING THE CASE, I HAVE A LITTLE PRESENT FOR YOU!

HERE, WHY DON'T YOU SLIP INTO SOMETHING A LITTLE MORE COMFORTABLE?

MY *BLACK CAT* COSTUME! YOU DARLING MAN!

DON'T PEEK!

I WOULDN'T BE MUCH OF A GENTLEMEN IF I DID...

...NOW WOULD I?

OH, *YOU!* YOU'RE A ROGUE--AND I LOVE YOU FOR IT!

NOW...WHAT DID YOU HAVE IN MIND FOR US?

I SHOULD THINK THAT WOULD BE OBVIOUS, MY DEAR BLACK CAT--

--WE'RE GOING ON AN OUTING!

WHEEEE! THIS IS WONDERFUL! I CAN'T TELL YOU HOW I'VE LONGED FOR THE FREEDOM OF SWINGING OVER THE CITY WITH YOU!

I'M GLAD YOU FEEL THAT WAY, MY DEAR--

--BECAUSE I HAVE A LITTLE MISSION IN THE WORKS FOR THE TWO OF US... ONE IN WHICH YOUR OLD CAT BURGLAR SKILLS WILL COME IN MOST HANDY!

YOU MEAN... WE'RE GOING TO STEAL SOMETHING?

PRECISELY--

"--BUT THIS BURGLARY IS IN THE NAME OF FREEDOM! THERE ARE IMPORTANT PAPERS BEING HELD IN A CERTAIN FOREIGN EMBASSY--"

--AND IT'S OUR JOB TO RECOVER THEM. IF YOU'RE GAME, THAT IS!

AM I EVER!

GOOD! NOW THEN, IF YOU THINK YOU CAN SHORT-CIRCUIT THE ALARM SYSTEM ON THAT SKYLIGHT...

"...WE'LL GET TO WORK!"

I THINK I SEE THEM! LOWER ME ANOTHER SIX FEET!

MISSION ACCOMPLISHED--

--WHAT'S OUR NEXT MOVE?

ISN'T IT OBVIOUS?...

"...WE HEAD FOR OUR SECRET DOCKSIDE RENDEZVOUS WITH A SPECIAL AGENT OF THE FEDERAL GOVERNMENT!"

YOO-HOO! THE PASSWORD IS "SWORDFISH!"

AH! SPIDER-MAN... BLACK CAT... YOU'RE RIGHT ON SCHEDULE!

HERE ARE THE SECRET DOCUMENTS, AGENT PHELPS!

I KNOW WE CAN NEVER FULLY REPAY YOU FOR THIS-- BUT PLEASE ACCEPT THIS TOKEN PAYMENT OF $500,000, ON BEHALF OF A GRATEFUL NATION!

BUT OF COURSE! YOU'RE TOO KIND!

NOW, IF YOU'LL EXCUSE US--?

CERTAINLY! GODSPEED TO BOTH OF YOU!

I CAN'T BELIEVE THIS IS HAPPENING! IT'S WO-O-O-O-NDER-FUL!

YES, ISN'T IT?

NEXT, I THINK WE'LL MOTOR OUT TO MY YACHT AND HEAD FOR A WELL-DESERVED VACATION IN MONACO!

A YACHT?! YOU DEVIL, I DIDN'T KNOW YOU HAD A YACHT!

THERE ARE A GREAT MANY THINGS YOU DON'T KNOW ABOUT ME, MY DEAR! BUT I THINK IT'S TIME TO END THAT...

NO MORE SECRETS BETWEEN US!

WHA--? YOU...YOU'RE CARY GRANT!!

WHO ELSE, MY DEAR? AFTER ALL..."IT TAKES A THIEF TO CATCH A THIEF!"

THE END

MISS HARDY! WHAT ARE YOU DOING--

--OUT OF YOUR BED?!?

WHAT?

OH...UH...JUST SITTING HERE DAYDREAMING, DOCTOR... I GUESS.

WELL, YOU CAN DAYDREAM IN BED FROM NOW ON! I DON'T WANT TO SEE YOU FLITTING AROUND HERE UNTIL YOUR STITCHES COME OUT!

YES, SIR!

WOW...SPIDER-LOVE LOOKED JUST LIKE CARY GRANT IN THAT OLD HITCHCOCK FILM I SAW LAST NIGHT. HE PROBABLY DOESN'T REALLY LOOK ANYTHING LIKE THAT...

...BUT WOULDN'T IT BE WONDERFUL--?

SEVERAL BLOCKS DOWNTOWN, IN THE SUB-BASEMENTS OF A SLEEK 46-STORY BUILDING--

DAILY BUGLE

--THE PRESSES OF NEW YORK'S LEADING NEWSPAPER ARE ROLLING! THE NOISE IS DEAFENING. THE ODOR OF PRINTER'S INK AND OLD NEWSPRINT SEEPS INTO EVERYTHING. TO MOST PEOPLE, THIS WOULD BE A ROARING, MECHANICAL HELL...

...BUT FOR ONE MAN, THIS IS HEAVEN!

AFTERNOON, MR. JAMESON!

J. JONAH JAMESON...JOURNALIST, PUBLISHER, SELF-MADE MAN. THE DAILY BUGLE IS HIS BABY. FOR MANY YEARS IT WAS THE ONLY LOVE IN HIS LIFE.

HE LIVES TO WATCH ITS PRESSES RUN!

CARE FOR A COPY OF THE EVENIN' EDITION, SIR? HOT OFF THE PRESS!

HMMMPH!

DAILY BUGLE

PIDER-MA DOES IT AGA

AERIAL BATTLE

NICE HEADLINE THERE, FLAT-HEAD!

DAILY BUGLE

HAR-HAR! IF IT WASN'T FOR ME MAKING NEWS, YOU COULDN'T GIVE THAT RAG AWAY!

THAT'S ...NOT... TRUE!

EEP!

KRAK

THAT'LL NEVER BE TRUE!!

THE *BUGLE* WAS IN BUSINESS BEFORE YOU CAME ON THE SCENE, AND IT'LL BE AROUND LONG AFTER YOU'RE JUST A BAD MEMORY!

WHUUF!

WE BRING THE NEWS TO THE PEOPLE, MISTER! THE NEWS...BE-CAUSE THIS IS A FREE NATION, AND A FREE PRESS KEEPS IT THAT WAY!

Y-YOU'RE RIGHT, MR. JAMESON. A FREE PRESS DOES THE PEOPLE MORE GOOD THAN ANY CRUMMY, GLORY-SEEKING VIGI-LANTE LIKE ME EVER COULD!

M-MOST PEOPLE WOULD NEVER HAVE EVEN HEARD OF ME, IF IT HADN'T BEEN FOR THE *DAILY BUGLE!*

THAT'S RIGHT! AND DON'T YOU EVER FORGET IT!

WHETHER I LIKE IT OR NOT, THE THINGS YOU DO MAKE NEWS--SO WE REPORT THEM! BUT SOMEDAY THE PUBLIC WILL COME TO SEE YOU THE WAY I DO!

WHUD

YEESH! I-I CONFESS! I'M NO HERO... I'M A MENACE TO SOCIETY!

HE DID IT! THE BOSS BEAT SPIDER-MAN!

AWRIGHT!

C'MON, PARKER-- GET THAT SHUTTER CLICKIN'. THIS IS FRONT-PAGE STUFF!

BOY, I'LL SAY!

JONAH! OH, JONAH, DARLING--I CAME AS SOON AS I HEARD! ARE YOU ALL RIGHT?

NEVER BETTER, MARLA, MY LOVE!

OH, MY BIG STRONG HERO! FORGET WHAT I SAID ABOUT YOUR SMELLY OLD CIGARS! I LOVE YOU!

HEY-HEY!

HERE, MR. JAMESON--MAYBE YOU AND DR. MADISON THERE WOULD LIKE TO SEE THE *NEW* EVENING EDITION!

IS IT GOOD NEWS?

THE BEST, BOSS! THE BEST!

NOW THAT'S MORE LIKE IT! *THAT'S* WHAT I CALL A FRONT PAGE!

DAILY BUGLE ★★★★ SPECIAL EDITION

PUBLISHER DEFEATS SPIDER-MENACE

JAMESON NAMED PUBLISHER OF THE CENTURY

A SHAME IT CAN'T BE THAT WAY.

DAILY BUGLE ★★★★

SPIDER-MAN DOES IT AGAIN

AERIAL BATTLE

BUT THE *BUGLE* PRINTS THE NEWS ...NOT FICTION.

OH, WELL, MAYBE I'LL NEVER BE ABLE TO TROUNCE THAT MASKED MENACE PHYSICALLY--

DAILY BUGLE SPORTS

--BUT I CAN ALWAYS KEEP AFTER HIM EDITORIALLY. SOMEDAY THE THREAT HE POSES TO SOCIETY WILL BE SNUFFED OUT--

FIRE

--JUST LIKE A BAD HABIT!

THE THEATER DISTRICT, JUST OFF BROADWAY...

SHUBERT THEATRE

DESPITE THE COMPETITION FROM THE MOVIES AND TELEVISION, MILLIONS STILL FLOCK HERE EVERY YEAR--

--TO EXPERIENCE THE THRILL OF LIVE THEATER.

AFTER WE PICK UP THE TICKETS AT THE BOX OFFICE, WE SHOULD STILL HAVE TIME FOR A LIGHT NOSH BEFORE THE SHOW STARTS, MARY JANE.

SOUNDS DELICIOUS, GREG.

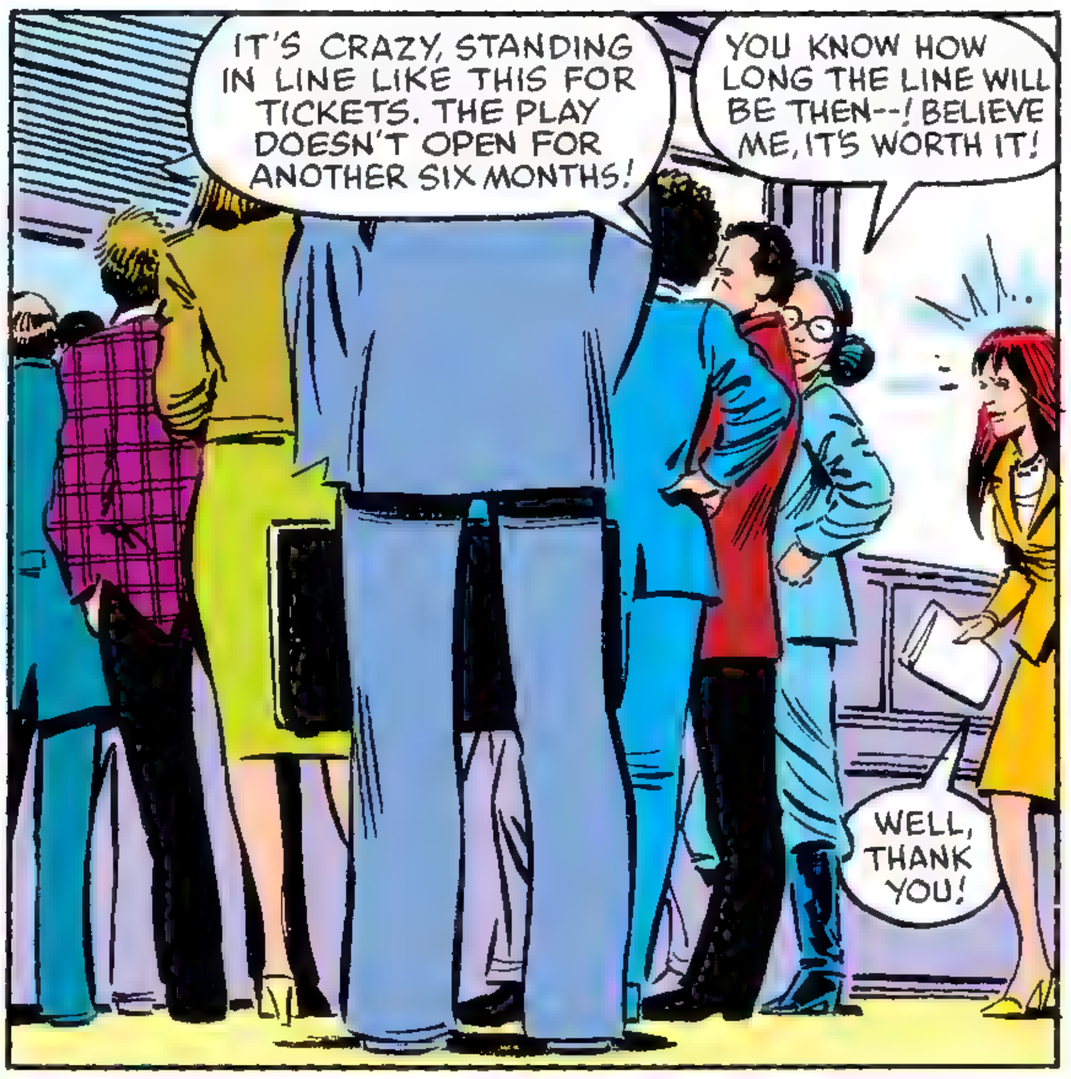
YOU'RE THE DELICIOUS ONE, MJ.

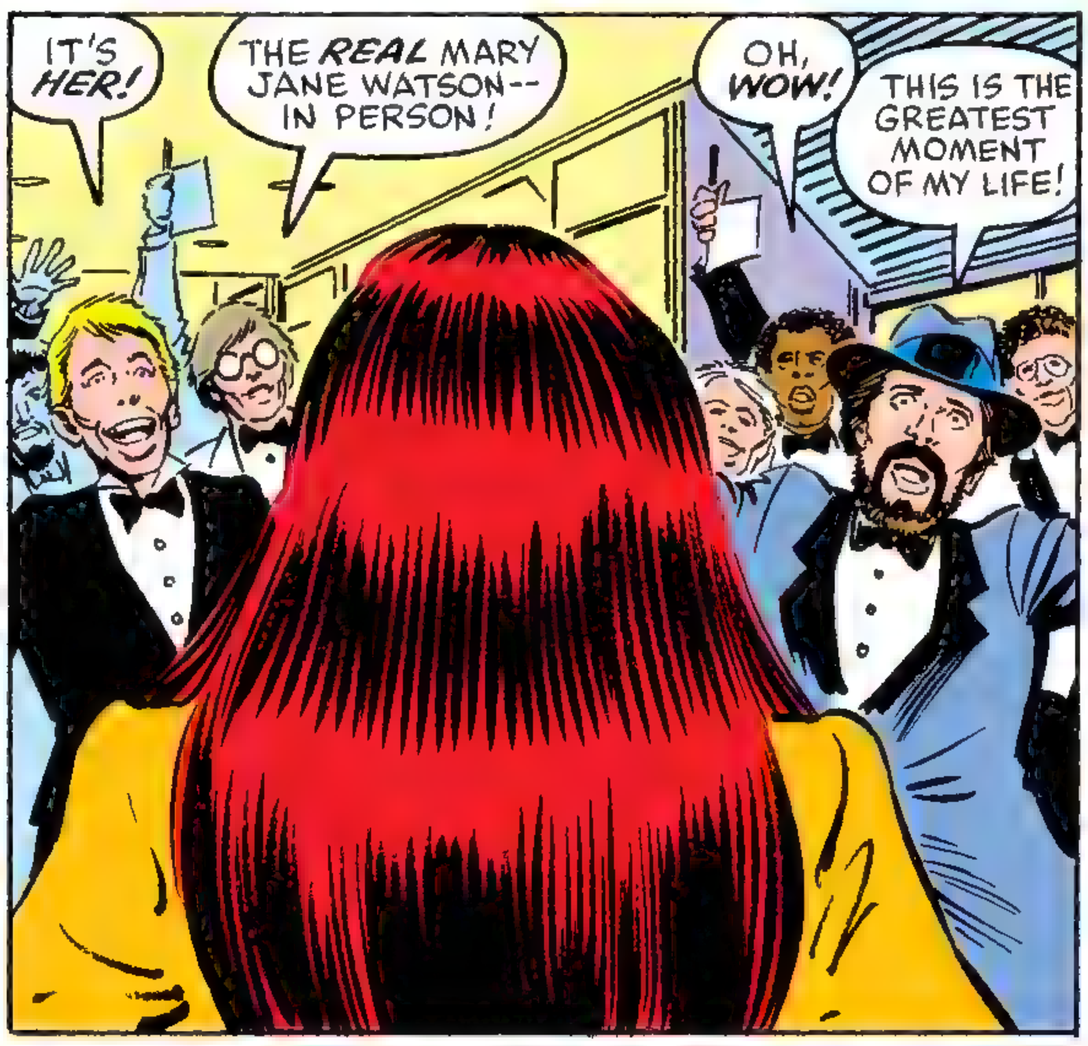
AND YOU'RE A FLATTERER! BUT I LOVE IT--

--ALMOST AS MUCH AS I LOVE AN OPENING NIGHT. EVEN AS A LITTLE GIRL, I WANTED TO BE IN THE MOVIES OR ON BROADWAY!

AND WHEN YOU'RE DOWN THERE, FRONT ROW CENTER, YOU CAN ALMOST BELIEVE YOU'RE PART OF IT... LIKE IT'S *YOUR* NAME THAT'S...

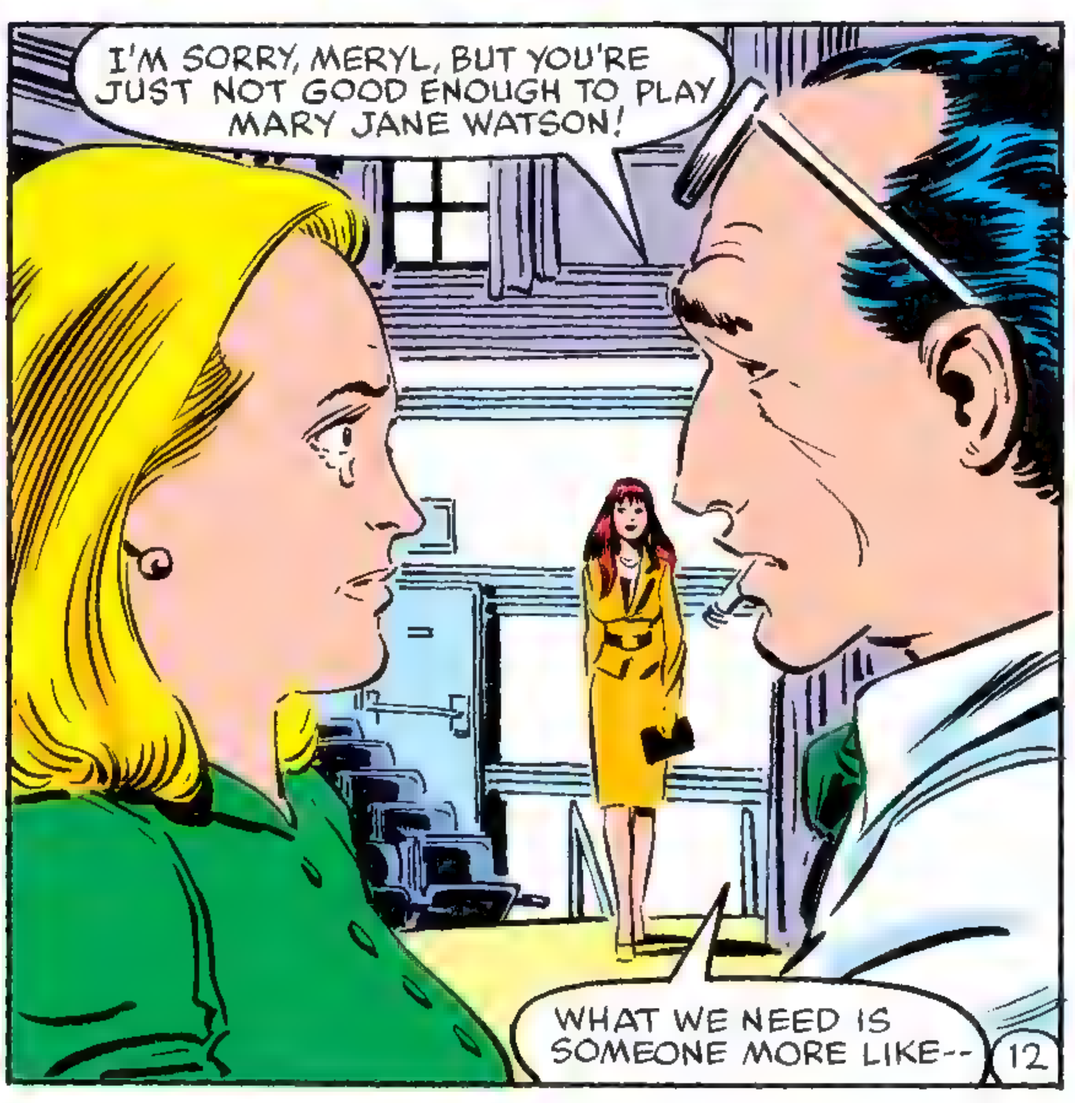
ING SOON
THE MARY JANE WATSON STORY
"I CAN'T WAIT!" --JOHN SIMON, N.Y. TIMES
...UP THERE IN LIGHTS!


IT'S CRAZY, STANDING IN LINE LIKE THIS FOR TICKETS. THE PLAY DOESN'T OPEN FOR ANOTHER SIX MONTHS!
YOU KNOW HOW LONG THE LINE WILL BE THEN--! BELIEVE ME, IT'S WORTH IT!
WELL, THANK YOU!


IT'S HER!
THE REAL MARY JANE WATSON--IN PERSON!
OH, WOW!
THIS IS THE GREATEST MOMENT OF MY LIFE!

NO, NO! NO AUTO-GRAPHS TONIGHT!
REALLY! I'M QUITE BUSY...

...I HAVE TO SEE HOW THE AUDITIONS ARE GOING!
I'LL DYE MY HAIR! I'LL WORK FOR FREE! YOU MUST LET ME HAVE THIS PART! IT'S EVERY ACTRESS'S DREAM!


I'M SORRY, MERYL, BUT YOU'RE JUST NOT GOOD ENOUGH TO PLAY MARY JANE WATSON!
WHAT WE NEED IS SOMEONE MORE LIKE--
12

--THE REAL MARY JANE!

LOOK NO FURTHER, BOYS! I'LL PLAY MYSELF!

=SNIFF= I KNOW YOU'LL BE GREAT!

IT'S INSPIRED! NOW WE CAN START THE REHEARSALS!

YOUR LINE, WOODY!

"I WAS CRAZY, ASKING YOU TO MARRY ME, MARY JANE. YOU'RE TOO MUCH OF A FREE SPIRIT TO BE TIED DOWN! CAN WE STILL BE FRIENDS?"

"OF COURSE, PETER! ESPECIALLY IF YOU INTRODUCE ME TO SPIDER-MAN! MMM, I'LL BET HE'S A *REAL* SWINGER!"

FANTASTIC! JUST FANTASTIC

SHE'S A NATURAL TALENT! SHE MAKES DIANE AND MIA LOOK LIKE *LAVERNE AND SHIRLEY!*

CLAP-CLAP-CLAP-CLAP

YOU BOYS WILL TURN MY HEAD! REALLY, I'M NOT HALF AS GOOD AS...

AS ME, MARY?

G-GAYLE?

HELLO, MARY. ISN'T THERE A PART FOR ME IN YOUR LIFE STORY? YOU KNOW I ALWAYS WANTED TO BE AN ACTRESS.

YOU WOULDN'T WANT TO STAND IN YOUR SISTER'S WAY!

STAND IN YOUR SISTER'S WAY...

...YOUR SISTER'S WAY...

...SISTER'S WAY...

MARY JANE, ARE YOU ALL RIGHT?

HUH? OH! SURE! I GUESS I WAS JUST DAYDREAMING. WHAT WAS IT YOU WERE SAYING?

I SAID YOU'RE STANDING IN THE SISTER'S WAY!

WHAT?! OH, I... I'M TERRIBLY SORRY!

THAT'S QUITE ALL RIGHT.

ARE YOU SURE YOU'RE FEELING OKAY? I COULD CHANGE OUR RESERVATIONS--!

AND MISS OPENING NIGHT? NOT ON YOUR LIFE!

WELL, OKAY... BUT DON'T SCARE ME LIKE THAT!

ME? SCARE YOU? HOW?

YOU SHOULD HAVE SEEN THE LOOK ON YOUR FACE! YOU WERE SO PALE, I THOUGHT YOU'D SEEN A GHOST OR SOMETHING!

DON'T BE SILLY! THERE'S NO SUCH THING AS GHOSTS! LIKE MY AUNT ANNA ALWAYS SAYS, "YOU HAVE NOTHING TO FEAR FROM THE DEAD, CHILD...

"...ONLY FROM THE LIVING."

FARTHER UPTOWN, AT 890 FIFTH AVENUE, SITS A THREE STORY MANSION WHICH IS HEADQUARTERS AND REFUGE FOR THE PEACE-KEEPING FORCE KNOWN AS THE AVENGERS!

IT IS A SUPER-TEAM WHICH DOES NOT INCLUDE THE SERVICES OF THE AMAZING SPIDER-MAN!

NOT YET.*

I JUST DON'T KNOW.

THERE SEEM TO BE AS MANY DRAWBACKS TO BEING AN AVENGER AS THERE ARE ADVANTAGES.

AND I NEVER WAS MUCH OF A TEAM PLAYER.

BUT IF I REALLY FOUGHT TO BECOME AN AVENGER, I COULD BE MORE COMFORTABLE FINANCIALLY... AND EVEN PEOPLE LIKE JONAH JAMESON WOULD HAVE TO GIVE ME A LITTLE RESPECT!

SPEAK OF THE DEVIL... THERE'S OL' J.J.J. JOGGING UP PARK AVENUE.

PAN AM

WONDER WHY HE'S SUDDENLY ON THIS FITNESS KICK?

WAY

WHOA! MY SPIDER-SENSE HAS SUDDENLY STARTED GIVING AN INDUSTRIAL STRENGTH DANGER-BUZZ!

DON'T TELL ME JAMESON PRESENTS A DANGER! NO, IT FEELS MORE LIKE--

*TO FIND OUT MORE ABOUT SPIDER-MAN'S AVENGER AMBITIONS, CHECK OUT AVENGERS #236 AND 237... NOW ON SALE!

-- HE'S *IN* DANGER!

GET HIM! GET JAMESON!

EGAD!

NO NEED TO WORRY, J.J.J. -- HELP IS ON THE WAY!

BUT, SEEING AS HOW I'M GOING TO BE LAYING MY LIFE ON THE LINE FOR YOU--

-- LET'S SAVE THIS MOMENT IN PICTURES... BY WAY OF MY HANDY-DANDY AUTOMATIC CAMERA!

FT T

KLIK-BRRT KLIK KLIK

I... I DON'T BELIEVE IT!

AFTER ALL THE TERRIBLE THINGS I'VE PRINTED ABOUT HIM--

KLIK

--SPIDER-MAN IS SAVING MY LIFE!

OKAY, BE-FORE YOU GO TO JAIL... EVERYONE SMILE FOR THE CAMERA!

SPIDER-MAN, I'VE BEEN SO WRONG ABOUT YOU ALL THESE YEARS!

=SMOOCH=

PLEASE FORGIVE ME! I'LL MAKE A PUBLIC APOLOGY! REALLY! THIS IS--

FINAL SPECIAL EDITION DAILY BUGLE

JAMESON EATS CROW

--THE STORY OF THE YEAR, LADIES AND GENTLE-MEN!

AND SO IT IS WITH GREAT PLEASURE THAT WE PRESENT THE PHOTOGRAPHER OF THIS EXQUISITE PICTURE--*MR. PETER PARKER*--WITH THE PULITZER PRIZE FOR PHOTOJOURNALISM!

I'M SO PROUD OF YOU, PETER!

AW, SHUCKS, AUNT MAY!

EXIT

PARKER! WHERE'S PETER PARKER?

THAT'S HIM UP ON STAGE, MISTER! AIN'T HE SOMETHIN'?

PARKER, I'VE BEEN LOOKING ALL OVER FOR YOU!

WHAT--? DR. SLOAN? IS ANYTHING WRONG, SIR?

WRONG? HARDLY, MY BOY! THE UNIVERSITY HAS DECIDED TO GRANT YOU AN AUTOMATIC DOCTORATE! THE EXPERIMENTAL FORMULA YOU LEFT BEHIND WHEN YOU QUIT SCHOOL...IT'S A *CURE FOR EVERYTHING!*

SLOAN JUST AIN'T WHISTLIN' DIXIE, PETE! THAT GOOP OF YOURS EVEN FIXED MY BUSTED LEGS! I CAN GO BACK INTO SHOW BIZ!

FAR OUT!

OH, NATHAN, THAT'S WONDERFUL! NOW YOU AND I CAN AFFORD TO GET MARRIED!

MR. PARKER, HOW DOES IT FEEL TO BE THE MAN WHO'S WIPED OUT DISEASE AND INFIRMITY?

WELL, I...

DO YOU THINK YOU'LL WIN A NOBEL TO GO WITH YOUR PULITZER?

WHAT DO YOU PLAN TO DO NEXT?

NEXT? I PLAN TO GET OUT OF HERE!

OH, PLEASE TALK TO US!

JUST A FEW WORDS!

A SMILE!

ANYTHING!

IT'S NICE TO BE GETTING SOME MONEY AND RECOGNITION AS PETER PARKER--

--BUT I REALLY HAVE TO MOVE IT! THIS IS ALSO SPIDER-MAN'S DAY OF GLORY!

MAN, LOOKS LIKE THE WHOLE CITY'S TURNED OUT! AND WHAT A WELCOMING COMMITTEE... THE AVENGERS, THE FANTASTIC FOUR, THE MAYOR!

THIS IS SOME BASH!

NOTHING LESS THAN YOU DESERVE! ALLOW ME TO GIVE YOU THE KEY TO THE CITY!

AND ALLOW US TO MAKE YOU A FULL-FLEDGED AVENGER!

HOLD IT, IRON MAN! WE WANT THE WEB-HEAD IN THE F.F.

WE ASKED HIM FIRST, THING.

OH, YEAH?

FELLAS, *FELLAS!* LET'S NOT COME TO BLOWS. TELL YA WHAT ...I'LL BE AN AVENGER MONDAY THROUGH WEDNESDAY, AND AN F.F.ER THURSDAY THROUGH SATURDAY. SUNDAY WILL BE MY DAY OFF.

CAN WE LIVE WITH THAT, CAPTAIN AMERICA?

HERE HE COMES!

WE'LL HAVE TO, IRON MAN. SPIDER-MAN'S CALLING THE SHOTS NOW!

WE'RE JUST LUCKY HE'S... WAIT A MINUTE! SOMETHING'S WRONG HERE!

YAY, SPIDER-MAN!

CAP'S RIGHT! LOOK AT SPIDER-MAN'S REFLECTION IN HIS SHIELD!

WHAT KINDA GYP IS THIS? HE'S NO HERO!

HE'S JUST SOME SKINNY KID!

WAIT... DON'T GO! I CAN EXPLAIN EVERY-THING!

IT'S TRUE... I NEVER SET OUT TO BE A HERO! IT WAS AN ACCIDENT!

I WAS BITTEN BY A RADIOACTIVE SPIDER, SEE, AND GOT THESE POWERS!

BUT I'VE TRIED MY BEST TO DO WHAT'S RIGHT! CAN'T YOU GIVE ME ANOTHER CHANCE? CAN'T YOU--?

RATS.

HEY, SKINNY!

YOU DON'T HAVE TO RUB IT IN! I KNOW I'M... HUH?

WOW, TALK ABOUT LETTING YOUR MIND WANDER! THAT'S WHAT I GET FOR DAY-DREAMING UPSIDE DOWN.

BUT WHO WAS IT WHO YELLED--?

WHERE YA GOIN', SKINNY? THE LIBRARY AGAIN?

GET IN THE GAME, SKINNY! DITCH THOSE BOOKS AND COME TO THE ARCADE WITH US!

UH-OH!

AGENTS

THANKS ...B-BUT I'D RATHER READ.

BOOKS LIKE THESE? SHOOT, THEY AIN'T EVEN PAPERBACKS! 'SIDES, YA CAN'T READ WITHOUT YOUR SPECS!

HEY, DON'T! THOSE BOOKS AREN'T MINE! COME ON, GUYS, LAY OFF!

YOU HEARD THE MAN-- *LAY OFF!*

OH, GOLLY.

HOLEE--! IT'S *SPIDER-MAN!*

GANGWAY!

YOU *SAID* IT!

HERE YOU GO, SQUIRT! DON'T LET 'EM GET TO YOU! READING'S ONE OF THE MOST WONDERFUL GIFTS MAN'S BEEN GIVEN.

I- I KNOW. TH- THANK YOU.

DON'T MENTION IT. JUST MAKE SURE YOU DON'T GET SO LOST IN THOSE BOOKS THAT YOU FORGET ABOUT THE REAL WORLD!

TAKE CARE OF YOURSELF!

THWIP!

YOU, TOO, SPIDER-MAN!

GEE,..SPIDER-MAN! AND HE TALKED TO ME. TO *ME!*

LOOK AT HIM GO-- SWINGING OVER THE ROOFTOPS EASIER THAN I CROSS THE STREET! BOY, I WISH I COULD BE LIKE HIM!

AW, WHO AM I KIDDING? I COULD NEVER BE LIKE SPIDER-MAN. BUT, WHAT THE HECK--

--I CAN DREAM, CAN'T I?

THE END

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the AMAZING SPIDER-MAN®

J.R.JR. + J.V.R.

STAN LEE PRESENTS:

INTERRUPTIONS

'AFTERNOON, NORTON!

YOU SHOULDN'T BE SMOKING! YOU KNOW IT'S BAD FOR YOU!

AND SO SOON AFTER YOU'VE BEEN RELEASED FROM THE HOSPITAL, TOO! TSK-TSK!

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HEY, WHERE ARE YOU GOING?

WHAT'S THE MATTER, "NOSE"? I'D ALMOST THINK YOU WEREN'T GLAD TO SEE ME!

EEP

OH, I KNOW WHAT THE PROB-LEM IS...YOU'RE JUST SHY!

GOTTA GET OUTTA HERE! MAYBE I CAN MAKE IT TO THE FIRE ESCAPE--!

BUT AS ARTHUR "NOSE" NORTON SPINS IN HIS TRACKS, SPIDER-MAN SIMPLY REACHES OUT--

--AND USING THE SAME AMAZING POWER WHICH ENABLES HIM TO CLING TO WALLS, LATCHES ON...

...AND HOLDS TIGHT!

WHUMP

DON'T BE NERVOUS, NOSEY--

--I DON'T WANT TO HURT YOU!

HECK, DIDN'T I SAVE YOUR SKIN FROM COBRA AND THE TARAN-TULA?*

*ISSUES #231 & #233.

I JUST WANTED TO SEE HOW YOU WERE...AND MAYBE PICK UP A LITTLE INFORMATION...KNOW WHAT I MEAN?

S-S-SURE. ANYTHING. WHAT DO YA WANT TO KNOW?

THERE'S A FELLA WHO'S BEEN GIVING ME A LOT OF TROUBLE LATELY ...FELLA NAMED *HOBGOBLIN.* WHAT CAN YOU TELL ME ABOUT HIM?

YER KIDDIN', RIGHT? HOBGOBLIN CROAKED A FEW DAYS AGO... YOU WAS THERE! IT WAS IN ALL THE PAPERS.*

CORRECTION, NOSE ...LEFTY DONOVAN DIED WHILE WEARING A HOBGOBLIN COSTUME. I DON'T THINK HE WAS THE REAL HOBGOBLIN.

I THINK THE REAL ONE IS STILL OUT THERE SOMEWHERE, AND I'M SURE HE'LL BE PULLING OFF MORE OPERATIONS SOONER OR LATER.

*AND IN ISSUE #245.

I WANT TO KNOW WHEN AND HOW.

I CAN'T HELP YA THERE. I DON'T KNOW NUTHIN'.

WELL, MAYBE YOU'RE TELLING THE TRUTH, NOSE...THERE'S A FIRST TIME FOR EVERYTHING.

BUT YOUR EARS ARE ALMOST AS BIG AS YOUR NOSE. YOU'LL HEAR SOMETHING EVENTUALLY. AND WHEN YOU DO, I WANT YOU TO PASS IT ON... TO ME!

HEY!

GONE... JUST LIKE THAT!

THAT WAS A CLOSE ONE. I THOUGHT SURE HE WAS ONTO ME.

I HOPE ALL THAT JUMPIN' AROUND OF HIS DIDN'T DAMAGE MY LITTLE TREASURE!

NAW...THE SEAL ON THE MAIN LOCK IS STILL INTACT. THAT'S A RELIEF!

WHEN HE WAS SQUATTIN' ON THE BED --RIGHT ON TOP O' MY LITTLE MONEY-MAKER-- I JUST ABOUT DIED! IT'S A GOOD THING HE DIDN'T KNOW I HAD THIS.

IF HE EVER FOUND OUT... IT COULD RUIN EVERYTHING!

MEANWHILE...

NOSE WAS TOO SCARED TO BE LYING TO ME. BOY, I WISH I KNEW MORE UNDERWORLD INFORMANTS.

UNFORTUNATELY, ABOUT THE ONLY TIME I EVER RUN INTO GUYS LIKE NORTON IS WHEN I'M PUTTING THEM AWAY.

INFORMATION CAN BE SO IMPORTANT, TOO! IF I'D KNOWN THAT THE CITY WAS GOING TO PICK UP THE BLACK CAT'S HOSPITAL BILL--*

--I MIGHT NOT HAVE QUIT GRAD SCHOOL TO DEVOTE MORE TIME TO MAKING A LIVING.

*SEE SPECTACULAR SPIDER-MAN #84.

OH, WELL... FELICIA'S MEDICAL EXPENSES WERE HARDLY MY ONLY CONSIDERATION. I'VE BEEN A STUDENT MOST OF MY LIFE --

--IT'S ABOUT TIME I GOT OUT AND EXPERIENCED MORE OF THE SO-CALLED REAL WORLD.

C'MERE, LI'L WEB-PACK! WE HAVE AN IMPORTANT DATE!

MOMENTS LATER, IN A SHADOWY ALLEY...

THIS IS FAR FROM THE FANCIEST PLACE I'VE EVER CHANGED IN, BUT AT LEAST IT'S PRIVATE! NO ONE WOULD EVER COME BACK HERE WILLINGLY!

PULLING HIS STREET CLOTHES FROM THE WEB-PACK, SPIDER-MAN AGAIN BECOMES PETER PARKER--

--AND THEN...

HI THERE! NO NEED TO BE ALARMED, I'M THE CITY ALLEY INSPECTOR!

ALLEY INSPECTOR?

THAT'S RIGHT! AND YOURS PASSED WITH FLYING COLORS!

AND, JUST TWENTY FEET FROM THE KITCHEN...

DO MY EYES DECEIVE ME? NO, IT'S THE RAVISHING MAY PARKER AND THE VIVACIOUS ANNA WATSON... BOTH AT MY FAVORITE TABLE!

OH, YOU SCAMP!

HELLO, PETER!

HI, ANNA. YOU BEEN KEEPING MY AUNT OUT OF TROUBLE?

I'VE BEEN TRYING, PETER. MY, BUT YOU LOOK GOOD!

YES, YOU DO, DEAR! STUDYING MUST BE GETTING EASIER FOR YOU!

UH-OH. SOMETHING TELLS ME THIS ISN'T THE BEST TIME TO TELL AUNT MAY I'VE QUIT SCHOOL.

WHAT SAY WE ORDER, LADIES?

AND, AFTER THREE SERVINGS OF VEAL SCALOPPINE...

OKAY, THAT'S TWO MORE TEAS AND A SANKA. I'LL BE RIGHT BACK WITH THOSE AND YOUR DESSERT MENUS.

DO YOU HAVE TO BE GOING SOMEWHERE SOON, ANNA?

WHAT? OH,..NO, NOT REALLY. I MEAN, WE WERE THINKING OF SEEING A MOVIE LATER, BUT...

WELL, I'M GLAD WE HAD THIS CHANCE TO GET TOGETHER BEFORE YOU GO BACK TO FLORIDA. YOU KNOW, IT'S FUNNY...

...EVER SINCE YOU AND MARY JANE CAME BACK TO THE CITY, EVERYONE I KNOW HAS BEEN TRYING TO SET THE TWO OF US UP.

IN FACT, YOU TWO MUST BE THE ONLY ONES WHO *HAVEN'T* TRIED TO PLAY MATCHMAKER!

UH...

HULLO, EVERYBODY!

ME AN' BIG RED HERE HAVE BEEN HAVIN' A GRAND OL' TIME! THOUGHT WE'D JOIN YOU FOR DESSERT AND MOVIES!

"BIG RED"? OH, NO...

WELL, WE MEET AGAIN! YOUR AUNT'S FRIEND NATHAN IS QUITE A CHARMER, TIGER.

UH... HI, MJ. YES, HE CERTAINLY IS!

WELL...AH... CHEESECAKE ANYONE?

EVENTUALLY...

YOU'RE SURE YOU'RE NOT ANGRY WITH US?

HEY, HOW COULD I GET MAD AT MY TWO FAVORITE LADIES?

DID YOU REALLY WORK WITH THE RITZ BROTHERS, NATHAN?

DID I? LEMME TELL YA...

PUT YOUR PURSE AWAY, AUNT MAY. DINNER IS ON ME.

ARE YOU SURE--?

I CAN COVER IT. I'M A BIG BOY NOW!

YES...YES, YOU ARE. I'M SORRY FOR WHAT ANNA AND I DID, BUT--

-- WELL, I ALWAYS THOUGHT YOU AND MARY JANE WOULD MAKE A GOOD COUPLE.

YEAH, AND I COULD NEVER FIGURE THAT OUT. WE'RE NOTHING ALIKE--!

YOU HAVE MORE IN COMMON THAN YOU MIGHT THINK, PETER. YOU'VE BOTH LOST SO...SO VERY MUCH.

>?!?<

OUTSIDE...

ENJOY YOUR MOVIE, FOLKS!

SEE YOU AROUND, TIGER!

I'D LIKE TO HAVE ASKED AUNT MAY ABOUT WHAT SHE SAID BACK THERE... BUT IT WOULD HAVE BEEN A LITTLE AWKWARD, ASKING RIGHT IN FRONT OF MARY JANE.

WHAT COULD SHE HAVE MEANT...THAT WE BOTH LOST SO MUCH?

TWILIGHT COMES TO THE BIG CITY, STREAKING THE SKIES WITH CRIMSON AND GOLD...BUT THERE'S NO SUCH RADIANCE HERE.

IN THIS RUN-DOWN LITTLE CORNER OF BROOKLYN, THERE IS ONLY THE BROWN AND GREY OF DECAYING BUILDINGS.

SUBWAY

IT'S JUST THE SORT OF PLACE WHERE COLORLESS LITTLE MEN CAN PROWL ABOUT UNNOTICED.

WON'T BE LONG NOW. ONCE I UN-LOAD THIS THING AND GET MY ***TEN-G'S***, I THINK I'LL HEAD FOR A SAFER CLIMATE.

BETTER MAKE SURE NO ONE'S FOLLOWIN' ME. CAN'T AFFORD TO SCREW UP NOW!

FURTIVELY, NOSE NORTON SLIPS FROM SHADOW TO SHADOW, ALLEY TO ALLEY--

--OFTEN GOING BLOCKS OUT OF HIS WAY AND DOUBLING BACK.

UNTIL, FINALLY...

NOT A SOUL IN SIGHT. GOOD.

'COURSE, IN THIS NEIGHBORHOOD, IT'S NOT SURPRISIN'--NOTHIN' HERE BUT OLD WAREHOUSES AND BURNT-OUT BUILDINGS.

BUT THAT'S TO MY ADVANTAGE.

WITH NO CROWDS TO HIDE IN, IT'S JUST ABOUT IMPOSSIBLE FOR SOMEONE TO TAIL ME WITHOUT ME KNOWIN' IT!

I THOUGHT THAT NOSE MIGHT LEAD ME SOMEWHERE INTEREST-ING!

SLIPPING A SPIDER-TRACER INTO HIS HAT-BAND WAS DEFINITELY A GOOD MOVE.

MY SPIDER-SENSE PICKED UP ON THE TRACER'S ELECTRONIC IMPULSES BEFORE OL' NOSEY HAD A CHANCE TO GET EVEN A FEW BLOCKS OUT OF HIS NEIGHBORHOOD.

BUT, PREOCCUPIED AS HE IS IN CONCENTRATING ON THE SIGNAL FROM HIS TRACER--

--SPIDER-MAN FAILS TO NOTICE ANOTHER FIGURE WHO PROWLS THE ROOFTOPS THIS NIGHT!

IT'S ME-- NORTON! OPEN UP!

WHAT DO YOU THINK I AM, A JERK?

YOU SURE YOU WEREN'T FOLLOWED?

SHUT UP AN' GET INSIDE!

SLAM

OKAY, NORTON--

--LET'S HAVE IT!

WHAT HAVE YOU GOTTEN YOURSELF INTO THIS TIME, NORTON? ANOTHER LITTLE FENCING OPERATION, MAYBE?

N-NOW JUST A MINUTE! WE AGREED TO CASH ON DELIVERY, RIGHT? I GOT EXPENSES!

DON'T SNIVEL, MR. NORTON.

I AM QUITE PREPARED TO PAY IN FULL FOR WHATEVER EQUIPMENT I NEED.

IN THAT CASE, PAL, THIS BABY IS ALL YOURS!

YES, INDEED IT IS. NOW, I SUGGEST YOU LOSE YOURSELF AND FORGET YOU EVER CAME HERE!

DON'T WORRY. YOU'LL NEVER SEE ME AGAIN!

THIS GETS MORE INTERESTING BY THE MINUTE! I COULDN'T SEE WHAT WAS IN THAT CASE WHEN THE BIG GUY LOOKED INSIDE, BUT I'M PRETTY SURE IT WASN'T JUST A TROMBONE!

WHAT'S MORE, BIG BOSS MAN DOWN THERE IS STARTING TO MAKE MY SPIDER-SENSE BUZZ JUST A MITE. THINK I'LL STICK AROUND AND SEE WHAT'S UP... I CAN TRACK DOWN NORTON ANY TIME.

NOW, AS I WAS SAYING--

--THE ARMORED CAR WILL PASS THIS POINT AT APPROXIMATELY 3:30.

THAT'S WHEN OUR NEW ACQUISITION COMES INTO PLAY!

MY, MY! SOUNDS LIKE A HEIST IN THE MAKING!

IF THIS WON'T PRODUCE SOME NEWS-WORTHY PHOTOS FOR PETER PARKER, I DON'T KNOW WHAT WILL!

SO LET'S JUST WEB THE OL' AUTOMATIC CAMERA INTO PLACE--

THWIP

--AND SNEAK DOWN FOR A BETTER LOOK-SEE AT THOSE PLANS!

BUT EVEN AS SPIDER-MAN SETS UP HIS CAMERA--

--ON THE ROOFTOP ABOVE, A MERCURY-VAPOR SECURITY LIGHT AUTOMATICALLY CLICKS ON WITH THE COMING OF SUNDOWN.

THE RESULT IS UNFORTUNATELY ILLUMINATING!

UH-OH!

WHAT THE--?! THERE'S SOMEBODY UP IN THE RAFTERS!

NO ONE MUST FIND OUT ABOUT OUR OPERATION! BRING HIM DOWN!

YOU'RE THE BOSS, DOC!

KTOW

YEAH! NOBODY'S GONNA QUESTION A LITTLE NOISE IN *THIS* NEIGHBORHOOD!

OH! SO THAT'S THE WAY IT'S GOING TO BE, IS IT?

HEY, WUZZAT?

LOOK OUT!

KTOW

CRIMENY! IT'S SPIDER-MAN!

RIGHT THE FIRST TIME, KIDDIES! HEY, WHY THE BIG STRUGGLE?

I MEAN, YOU WANTED ME TO COME DOWN, DIDN'T YOU?

WELL, HERE I AM!

KLUNK

OKAY, THAT'S TWO DOWN.

AND FROM THAT LI'L TINGLE IN MY NOGGIN, I'D SAY THE OTHER TWO--

WUNK

--ARE RIGHT ABOUT *THERE!*

WUDD

NOW THE ONLY ONE LEFT TO DEAL WITH IS THEIR BOSS... THE FELLA WHO GAVE ME THE BUZZ IN THE FIRST PLACE.

YEAH... THERE'S HIS TINGLE! FEELS LIKE HE'S UP TO SOMETHING--

"--BEHIND ME!"

NICE TRY, PAL--BUT YOU HAVE TO BE SNEAKIER THAN THAT!

STILL, THAT WAS A PRETTY GOOD MOVE. YOU'RE ABOUT AS STRONG AS A GUY I'VE BEEN LOOKING FOR! YOU EVER GO BY THE NAME...*HOBGOBLIN?*

KTUUNG

BUT BEFORE SPIDER-MAN CAN CHECK OUT HIS SUSPICIONS...

KRESH

EVERYBODY FREEZE!

FROG-MAN IS ON THE CASE!

OH, NO!

TWISTING ABOUT IN MID-AIR, SPIDER-MAN MANAGES TO AVOID A COLLISION WITH THE HURTLING GREEN-CLAD FIGURE--

--IF NOT WITH A STACK OF STEEL-BELTED RADIALS!

?!?!?

OKAY... HOLD IT...

...RESISTANCE IS USELESS!

I'VE GOT YOU SURROUNDED!

EUGENE--! FROG-MAN... WILL YOU STOP BOUNCING ALL OVER THE PLACE?!

I...I'D LOVE TO... REALLY!

B-B-BUT I *CAN'T!*

GREAT!

QUICKLY! WHILE THOSE TWO IDIOTS ARE GETTING IN EACH OTHER'S WAY, WE CAN ESCAPE TO SAFER QUARTERS!

SCREEEE

KRAK

NO, YOU DON'T! YOU'RE NOT GETTING AWAY FROM ME THAT...

...EASILY?

THEY MUST'VE HAD A CAR WAITING. MAYBE I CAN SPOT 'EM FROM THE ROOFTOPS!

OF COURSE, I COULD BE WRONG ABOUT THAT!

NUTS! THE ONLY THING IN CLEAR SIGHT IS THE BROOKLYN-QUEENS EXPRESSWAY...LOADED WITH TRAFFIC! I'LL NEVER FIND 'EM IN THAT MESS!

DID YA CATCH--?!

OH, I GUESS YOU DIDN'T, HUH?

THAT'S RIGHT, EUGENE! I DIDN'T! AND YOU KNOW WHOSE FAULT THAT IS?

MINE, HUH?

GEEZ, I'M SORRY, SPIDER-MAN! IT'S JUST THAT...WELL, I'D TAILED A COUPLE OF GOONS HERE.

...THEN YOU SHOWED UP... THEN I HEARD THE GUN-FIRE AND--! I JUST WANTED TO HELP!

OH, YOU HELPED, ALL RIGHT! YOU HELPED FIVE LOWLIFES GRAB THEIR PLANS AND GET AWAY!

YEAH...WELL... I'M STILL NEW AT THIS.

KEEP UP THIS WAY, AND YOU'LL NEVER GET OLD AT IT!

LOOK, EUGENE, YOU DID OKAY THE FIRST COUPLE TIMES YOU PLAYED FROG-MAN,* BUT YOU WERE LUCKY!

*MARVEL TEAM-UP #121 & #131.

WHAT I'M SAYING IS THAT YOU'RE A GOOD KID, BUT YOU'RE NOT CUT OUT FOR THIS KIND OF LIFE!

AW, I BET YOU MADE MISTAKES, TOO, WHEN YOU WERE STARTING OUT!

NOT LIKE YOURS.

WILL YOU AT LEAST PRACTICE WITH THOSE STUPID SPRING-BOOTS BEFORE YOU TRY THIS AGAIN?

YEAH... OKAY.

GOOD!

AND NEXT TIME, EUGENE--

--LOOK BEFORE YOU LEAP!

GRABBING HIS AUTO-CAMERA ON THE RUN, SPIDER-MAN DISAPPEARS THROUGH THE SHATTERED SKY-LIGHT...

BEHIND HIM, YOUNG EUGENE PATILIO WATCHES WITH AWE AND ADMIRATION...

BOY, THAT'S THE WAY TO DO IT! I'M GONNA PRAC-TICE UNTIL I'M AS GOOD AS HIM!

I'LL NEVER UNDERSTAND WHY SOME FOLKS WANT IN ON MY LIFESTYLE! HECK, THE BLACK CAT WANTS TO ***SHARE*** IT WITH ME! ALL SHE SEES IS THE ROMANCE AND GLAMOR OF SWING-ING OVER THE ROOFTOPS.

SURE, IT'S A KICK... BUT I NEVER SET OUT TO BE THIS WAY...

...IT WAS AN ACCIDENT THAT I BE-CAME SPIDER-MAN.

MAYBE IF I EXPLAINED THAT...MAYBE THEN SHE'D UNDERSTAND. MAYBE...

LATER, AS PETER PARKER CHECKS HIS FILM IN THE *DAILY BUGLE* DARK-ROOM...

WILL YOU LOOK AT THAT!

MOST OF THESE PIX ARE PURE MUD, THEY'RE SO DARK. BUT THIS ONE DEFINITELY LOOKS WORTH ENLARGING!

AND, WITHIN MINUTES...

HAH! IF THAT'S NOT A MAP OF LONG ISLAND, I'LL EAT MY MASK!

YEAH! THIS WAS AMONG THE PLANS AND TIMETABLES THAT GANG HAD LAID OUT! AND IF THE FEW DISCERNIBLE NOTES SCRIBBLED ON IT ARE ANY INDICATION--

"--THAT HEIST WILL BE COMING DOWN TOMORROW AFTERNOON, SOMEWHERE NOT TOO FAR FROM LAKE RONKOKOMA!"

LAKE RONKONKOMA 1 MILE

WHAT'S THE TIME?

FIVE MINUTES FROM THE LAST TIME YOU ASKED! WHY YOU BEIN' SUCH A NERVOUS NELLIE?

BECAUSE, BONE-HEAD, IF WE'RE NOT IN POSITION WHEN THAT ARMORED CAR BREEZES BY--!

DON'T WORRY! WE'LL BE READY! HEY, YOU SURE YOU CAN USE THAT THING?

NO SWEAT! A FIVE-YEAR-OLD COULD FIRE HER! THERE'LL BE NO PROBLEMS WITH THIS BABY!

AND, AS THE MOTLEY TRIO BEGINS TO MOVE INTO POSITION...

...SEVERAL MILES AWAY, AND CLOSING NONE TOO QUICKLY...

I SHOULD HAVE KNOWN BETTER THAN TO RELY ON THE LONG ISLAND RAILROAD, I'D MAKE BETTER TIME ON FOOT!

'MATTER OF FACT, THAT'S NOT A BAD IDEA!

THERE'S NOTHING BIG ENOUGH TO SWING FROM OUT HERE, BUT IF I HOOF IT CROSS-COUNTRY, I STILL HAVE A CHANCE OF MAKING IT IN TIME!

3:30 PM

AN ARMORED CAR GOES ABOUT ITS USUALLY SCHEDULED ROUNDS --

--UNTIL A HIGH-ENERGY BEAM DOES SOMETHING INTERESTING TO ITS FRONT AXLE!

VOOTOW

THEN, THINGS BEGIN TO HAPPEN VERY QUICKLY!

SCREEE

KSPLOOSH

LOOK OUT--!

TOO LATE, SUCKERS!

THEY WON'T GIVE US NO MORE TROUBLE! BRING UP THE TOW TRUCK!

3:31 PM

3:32 PM

3:37 PM

THOSE TIRE TRACKS ON THE SHOULDER GIVE ME A BAD FEELING I MAY BE TOO LATE!

BOY, IF I'VE MISSED STOPPING THE HOBGOBLIN BECAUSE OF SOME STUPID TRAIN--!

ARE YOU ALL RIGHT? WHAT HAPPENED?

THREE GUYS... GOT US WITH NAUSEA GAS... USED...TOW TRUCK...

I'LL FIND THEM! YOU REST HERE AND TAKE IT EASY!

Y-YEAH... I'LL BE... FAUUGH

SEVERAL MILES AWAY, AT THE END OF SOME DEEPLY RUTTED TIRE TRACKS, IN AN OLD, NEARLY FORGOTTEN GARAGE...

C'MON, DOC! WE GOTTA CRACK THIS PIGGY BANK AND RUN!

YEAH, IT WON'T TAKE AN EAGLE SCOUT TO FOLLOW THE TRAIL WE LEFT!

NOT TO WORRY, GENTLEMEN! THE QUEST IS NEARLY OVER!

YES...EXCELLENT!

IT DON'T LOOK SO EXCELLENT TO ME!

YEAH, WHAT GIVES? THIS AIN'T NO GOLD SHIPMENT! IT'S JUST--

--SOME LOUSY WRECKIN' BAR! YOU MEAN TO TELL ME THAT WE BUSTED OUR HUMPS TO STEAL *THAT*?!

PRECISELY. THE GOLD SHIPMENT WAS JUST A FABRICATION OF MINE!

IT INSURED THAT YOU'D BE GIVING ME YOUR FULL COOPERATION.

NOW, AT LAST, I HAVE WHAT I NEED --

--TO REGAIN MY FULL POWER!

YOU LOUSY @☆%×××@#!! I'LL TEACH YOU TO PLAY US FOR SAPS!

NO, YOU WILL NOT! EVEN WITHOUT THE POWER OF THE WRECKING BAR, I HAVE ENOUGH MIGHT TO HANDLE YOU!

WUNK

BUT NOW, WITH THE BAR IN MY POSSESSION--

KRAK

--AND WITH *THIS*, I AM *UN-BEATABLE!*

ARE THERE ANY OF YOU FOOLISH ENOUGH TO TRY ANYTHING... PHYSICAL?

PUT A LID ON THE FANCY TALK, DOC, OR YOU'LL HAVE TO EAT YOUR WORDS!

YEAH, YOU BETTER BE GOOD AT SWINGIN' THEM HUNKS O' STEEL!

OTHERWISE WE'LL USE 'EM ON *YOU!*

THERE'S THREE OF US TO ONE OF YOU, DOC! MAKE YOUR MOVE!

AT THAT MOMENT, OUTSIDE...

AH-HAH! THE END OF THE LINE! I WONDER WHAT I'LL FIND INSIDE?

SUDDENLY...

KRASH

WHUPS! IT'S ONE OF MY LITTLE PLAYMATES FROM LAST NIGHT-- BUT IT LOOKS LIKE HE JUST WENT TEN ROUNDS WITH LARRY HOLMES! WHAT'S GOING ON HERE?

THUD

DOC... HE'S--! THAT COSTUME UNDER HIS COVER-ALLS... DIDN'T KNOW...

COSTUME?! WHAT COSTUME?

UH-OH! SOMETHING TELLS ME I'M ABOUT TO FIND OUT!

WITHIN THE WOODEN STRUCTURE, WRECKING BAR IS SLAMMED HARD AGAINST BALL-AND-CHAIN--AND FROM THAT IMPACT THERE ERUPTS POWER...

KRAAKABOOM

...POWER WHICH HERALDS ONE MAN'S REBIRTH!

SPIDER-MAN! I DIDN'T THINK YOU CLEVER ENOUGH TO TRAIL ME HERE! BUT YOU'VE STILL ARRIVED TOO LATE TO STOP ME!

NOTHING CAN STOP... THUNDERBALL!

NEEDLESS TO SAY...TO BE CONTINUED NEXT ISSUE!

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the AMAZING SPIDER-MAN®

IN THIS ISSUE MEET:
"THE KID WHO COLLECTS SPIDER-MAN"

J.K. JR. + AUSTIN

STAN LEE PRESENTS AND HE STRIKES LIKE A THUNDERBALL

OUT OF MY WAY!

WHEN A MAN LIKE THUNDERBALL TALKS, PEOPLE LISTEN--AND MOVE...

...EVEN PEOPLE LIKE THE AMAZING SPIDER-MAN!

HE HAD COME TO THIS REMOTE SECTION OF LONG ISLAND IN SEARCH OF A CRIMINAL GANG--

--WHICH HE SUSPECTED WAS BEING LED BY HIS MYSTERIOUS ENEMY, THE HOBGOBLIN.

BUT IN FINDING THE GANG, HE DISCOVERED THAT THEIR LEADER WAS ACTUALLY THUNDERBALL!

DIVING FOR THE BUSHES WAS THE WISEST MOVE YOU'VE MADE, SPIDER-MAN!

IF YOU KNOW WHAT'S GOOD FOR YOU, YOU WON'T BOTHER ME FURTHER. YOU HAVEN'T A CHANCE AGAINST ME--MY POWER COMES FROM THE QUEEN OF THE ASGARDIAN NORNS!

ASGARDIAN NORNS?!? DO YOU BELIEVE THAT?

UHHH!

NOPE! ME NEITHER--

"--BUT *SOMETHING'S* SUDDENLY MADE THAT BOSS OF YOURS STRONG ENOUGH TO FIGHT IN THE *HULK'S* WEIGHT CLASS!"

HE REALLY MADE MINCEMEAT OF THIS OLD COUNTRY AUTO SHOP HE WAS USING AS A BASE... NOT TO MENTION WHAT HE DID TO HIS BAND OF FLUNKIES!

TALK ABOUT "NO HONOR AMONG THIEVES"! AT LEAST THEY ALL SEEM TO STILL BE ALIVE!

HERE'S ANOTHER MIRACLE... THE PHONE'S STILL WORKING!

OPERATOR, I'M GOING TO NEED A COUPLE OF AMBULANCES...

...AND EVERY COP ON LONG ISLAND, IF YOU CAN'T GET THE ARMY OR THE *AVENGERS!*

AND, AS SPIDER-MAN CALLS FOR HELP...

KER-RACK

I WAS IN THAT UPSTATE LOCK-UP ONLY A FEW DAYS BEFORE BREAKING OUT--

--BUT IT WAS LONG ENOUGH TO DO SOME THINKING AND FIGURE OUT WHY I'D BECOME SO WEAK THAT IRON MAN WAS ABLE TO BEAT ME WITH A SINGLE BLOW.*

*IRON MAN #171.

I NEEDED THE *WRECKER'S* ENCHANTED WRECKING BAR TO REGAIN MY FULL MIGHT!

SOMEHOW THIS METAL BAR HAS BECOME A STORAGE BATTERY FOR OUR POWER! I SHOULD HAVE REALIZED IT AGES AGO! AFTER ALL, THIS BAR HELPED TURN THREE OTHERS AND MYSELF INTO THE *WRECKING CREW!*

MY MISTAKE WAS IN STRIKING OUT ON MY OWN AFTER THE REST OF THE CREW WAS IMPRISONED. THE LONGER I WAS AWAY FROM THIS BAR, THE MORE MY POWER DIMINISHED!

BY THE TIME I WAS ABLE TO LOCATE THE WRECKING BAR, I NEEDED A SMALL GANG TO HELP ME STEAL IT. BUT NOW THAT I HAVE IT AND MY OLD BALL-AND-CHAIN BACK, I DON'T NEED ANYBODY!

HAH-HA! WITH THIS WRECKING BAR IN HAND, I'M PRACTICALLY A ONE-MAN WRECKING CREW!

SEE DEFENDERS #18.

THAT'S REAL INTERESTING, DOC!

YOUR FLUNKIES SAID THE SAME THING, BUT I DIDN'T BELIEVE THEM!

CAN THIS HUNK OF STEEL REALLY TURN A 98 POUND WEAKLING INTO A MOUNTAIN OF MUSCLE? HUH, CAN IT?

NO, YOU IDIOT! IT ONLY WORKS FOR ME OR THE OTHER MEMBERS OF THE WRECKING CREW! RETURN IT AT ONCE!

AW... TOO BAD!

FORE!

KRAK

IT IS USELESS TO FIGHT ME THIS WAY! EVEN AT THIS DISTANCE, I STILL DRAW POWER FROM THE WRECKING BAR!

KRUSH

IZZAT SO? THEN HOW COME YOU SEEM SO EAGER TO GET IT BACK? HMMM?

THWIP

THWAP

YOU'RE RIGHT ABOUT ONE THING, DOC--THIS BAR DOESN'T MAKE ME FEEL A BIT STRONGER!

THAK

STILL MAKES A HECKUVA STICK, THOUGH!

WUUNG

GEEZ, HE MUST BE MADE OUT OF THE SAME STUFF AS THE WRECKING BAR! I MANAGED TO KNOCK HIM TO HIS KNEES, BUT ONLY BECAUSE I GOT HIM OFF-BALANCE!

MAYBE HE WAS SERIOUS ABOUT THAT ASGARDIAN HOOEY!

YOU HAVE MADE A MOST GRIEVOUS ERROR IN ANNOYING ME! NOW YOU SHALL HAVE TO FACE THE CONSEQUENCES!

THAT WAS A STUPID THING TO DO, T-BALL! NOW I HAVE BOTH OF YOUR--

WHIZZZ

THWIP

--TOYYYYSSS!

KAR-RUNK

BRO-THER! THIS THING FEELS LIKE IT'S NEVER GOING TO SLOW DOWN! I'D BETTER GET OFF BEFORE IT CARRIES ME HALFWAY TO CONNECTICUT!

@¢%&$, TRAFFIC!

LETTING GO OF HIS WEB-LINE, SPIDER-MAN DROPS TO THE SHOULDER OF THE EXPRESSWAY, EVEN AS THE BALL-AND-CHAIN GOES HURTLING BACK--

--TO ITS MASTER!

NO MORE GAMES, SPIDER-MAN! GIVE ME THAT WRECKING BAR--

--OR I'LL TAKE IT FROM YOUR CORPSE!

WELL, IF YOU'RE GOING TO BE NASTY ABOUT IT--! OKAY...

...YOU CAN HAVE IT BACK? BUT FIRST, YOU HAVE TO CATCH ME!

HUH?

MEANWHILE, JUST A FEW HUNDRED YARDS AWAY...

THIS IS YOUR TV-67 TRAFFIC "EYE IN THE SKY!"

WVLI

RUSH HOUR TRAFFIC IS MOVING SMOOTHLY AND... HUH?

LILCO

WHAT THE DEVIL IS THAT?!

UH... LOOKS LIKE YOU CAN EXPECT YOUR SPOUSE TO BE DELAYED--

--IF HE OR SHE USES THE EASTBOUND LANE OF 495, TWO OF THE THREE LANES HAVE JUST BEEN BLOCKED BY--!

I DON'T BELIEVE THIS, BUT--

WVLI

LIL

I HAVE TO DRAW LAUGHING BOY AWAY FROM THE FREEWAY BEFORE HE STARTS COMMITTING MAYHEM! AH-HAH!

I OUGHT TO BE ABLE TO KEEP HIM OCCUPIED IN HERE!

LI

HIDING IS FUTILE, SPIDER-MAN! EACH MOMENT THAT PASSES ONLY MAKES THINGS WORSE FOR YOU!

UH-HUH! IF I LET YOU GET YOUR HANDS ON ME! BUT I'M A HECKUVA LOT MORE EVASIVE THAN THAT CHAIN-LINK FENCE!

TALK IS CHEAP, BIG GUY! LIKE I SAID, FIRST YOU HAVE TO CATCH ME!

KREEZOW

KRAZAK

VERY WELL! I'LL JUST DRIVE YOU OUT OF HIDING!

BUT THEN... THAT TV REPORT WAS ON THE LEVEL! HE'S RIPPIN' UP THE SUBSTATION!

BREAK OUT THE RIOT GUNS!

THIS IS THE POLICE! HALT OR--!

HE'S NOT STOPPING! TRY TO WING 'IM!

THUNDERBALL DOES NOT EVEN BOTHER TO ANSWER THE OFFICERS. HE MERELY SWINGS HIS GREAT BALL-AND-CHAIN ABOUT... DEFLECTING EVERYTHING FIRED AT HIM!

YEESH! I'M STARTING TO THINK THAT NO ONE THIS SIDE OF THOR COULD STOP THIS GUY! I'M NOWHERE NEAR THAT STRONG--

--BUT JUST MAYBE I CAN RIG UP A LITTLE EQUALIZER!

HEY, T-BALL! YOU STILL WANT THIS?

EH?

WELL, YOU CAN *HAVE* IT!

YOU'VE WEBBED CABLE TO THE WRECKING BAR-- CONNECTING IT TO THE SUBSTATION TRANSFORMERS! INGENIOUS!

BUT, AS YOU SHOULD HAVE KNOWN, IT IS ALSO MOST INEFFECTIVE!

AND YOU HAVE MADE YOURSELF A MOST VULNERABLE TARGET!

NOT AS LONG AS I'M STILL FAST ENOUGH TO DUCK, I'M NOT!

NOW, LET'S HOPE I GOT MORE OUT OF MY OLD ELECTRICAL SCIENCE COURSES THAN JUST AN EASY "A"!

ONCE AGAIN, THE HUGE METAL BALL TURNS ABOUT IN MID-AIR. BUT THIS TIME IT CARRIES MORE THAN JUST A LENGTH OF CHAIN BACK TO ITS MASTER!

=!=

GET BACK! HE JUST COMPLETED A CIRCUIT WITH THE MAIN LINES FOR THE ENTIRE SUBSTATION. ANY SECOND NOW, THERE'S GONNA BE A BIG...

SKRA

BOOM

THE GROUNDS OF THE SUBSTATION LIGHT UP LIKE THE SUN, AS THE POWER OF THUNDERBALL BECOMES PART OF THE LONG ISLAND ELECTRICAL GRID!

GEEZ.

AND THEN, ONCE THE CABLES MELT DOWN, THE CIRCUIT BREAKERS POP, AND THE ONLOOKERS' VISION RETURNS TO NORMAL...

HE'S STILL BREATHIN'! ALL THAT POWER... AN' ALL IT DID WAS KNOCK HIM COLD!

LET'S HOPE IT DID MORE THAN THAT! WHEN HE COMES TO, HE SHOULD BE NORMAL AGAIN! AND HE'LL STAY THAT WAY--

IF YOU CAN PUT HIS TOYS SOMEPLACE WHERE HE CAN'T GET AT THEM!

SPIDER-MAN! CAN I HAVE A MINUTE OF YOUR TIME? I'M FROM TV-67!

LOOK, I'M A LITTLE BEAT! IF YOU WANT TO KNOW HOW I DEFEATED THUNDERBALL--!

THUNDERBALL, SHMUNDER-BALL! HOW DOES IT FEEL TO HAVE HELPED CAUSE THE WORST TRAFFIC JAM IN THE HISTORY OF EASTERN LONG ISLAND?

WHAT?!?

YEAH! COULDN'T YOU HAVE STOPPED THAT BIG GUY ***BEFORE*** HE BLOCKED THE EXPRESS-WAY?

YA BUM!

I'M GONNA MISS MY LITTLE GIRL'S PIANO RECITAL BECAUSE OF YOU!

GRATITUDE... THERE'S NOTHING LIKE IT...

...ESPECIALLY AROUND HERE!

BOY, WHAT A DAY! I STILL HAVEN'T FOUND HOBGOBLIN... I DIDN'T TAKE ANY PICTURES TO SELL THE DAILY BUGLE... ALL I DID WAS SAVE THE WORLD AT LARGE FROM THUNDERBALL!

I GUESS THAT'S NOT *TOO* BAD FOR A DAY'S WORK!

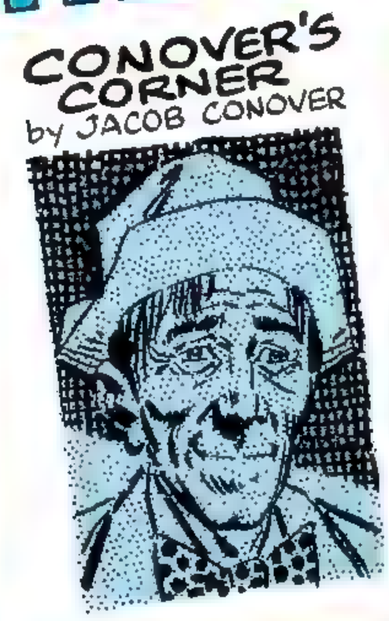
WHA--?

HOME, JAMES!

ADMIT IT... WHO BUT SPIDER-MAN COULD SAVE THE DAY AND RIDE OFF INTO THE SUNSET IN A PICKUP TRUCK? WHAT'S NEXT FOR OUR BOY? READ ON, AND YOU SHALL SEE!

THE KID WHO COLLECTS SPIDER-MAN!

CONOVER'S CORNER
by JACOB CONOVER

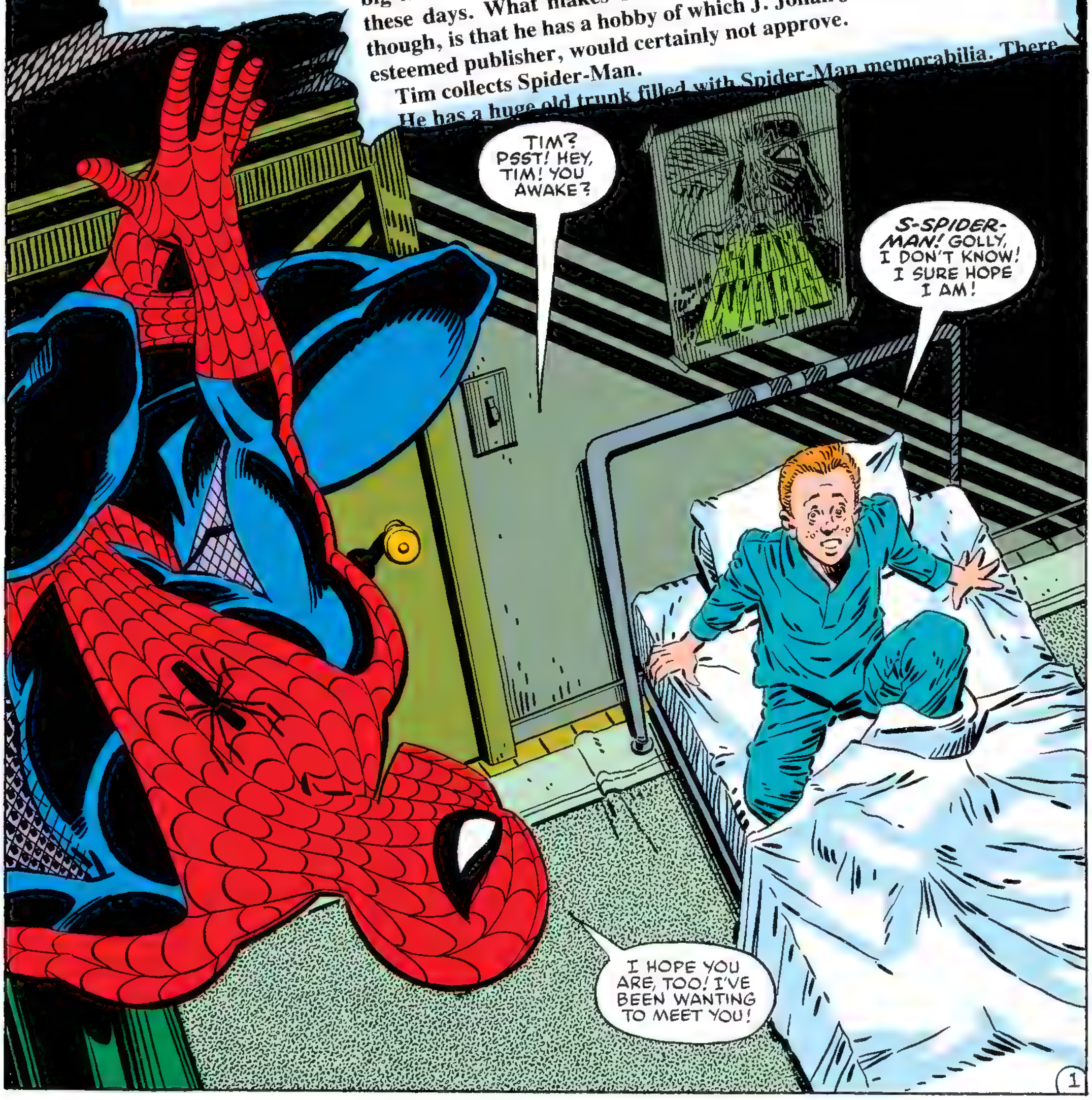


Timothy Harrison is one of those special young men. He's sharp, bright, likable, and nine years old... going on thirty-five. You know the kind I mean. You talk to him for five minutes, and you get the odd feeling that he's already been around the track a few times, despite his youthful appearance.

Tim (he prefers not to be called Timmy) is like a lot of other kids his age. He's seen all the Star Wars movies about a dozen times each. He's a big Mets fan, and he enjoys whatever noise that's passing for music these days. What makes Tim different from most of his classmates, though, is that he has a hobby of which J. Jonah Jameson, this paper's esteemed publisher, would certainly not approve.

Tim collects Spider-Man.

He has a huge old trunk filled with Spider-Man memorabilia. There



SPIDER-MAN WANTS TO MEET *ME*?! NOW I *KNOW* I'M DREAMING!

THIS CAN'T BE REAL!

WHO'S NOT REAL, TIM? ME?

NOPE, I'M AS REAL AS THEY COME... THE ONE-AND-ONLY GENUINE *AMAZING SPIDER-MAN!*

BUT IT LOOKS LIKE YOU COULD STILL USE A LITTLE--

--CONVINCING!

THUMP

HUH?

WHERE'D HE GO?

WHERE'D HE GO?

RIGHT DOWN HERE! NOW DO YOU BELIEVE I'M REALLY SPIDER-MAN?

OH, YEAH!

OKAY, EASY DOES DOES IT... DON'T WANT TO SPILL YOU OUT ON THE FLOOR!

THAT... THAT WAS GREAT! THAT WAS GREATER THAN GREAT! BUT HOW COME--?

HOW COME I CAME TO SEE YOU?

OH, I HAPPENED TO SEE THAT ARTICLE ABOUT YOU IN THE *DAILY BUGLE*, AND I JUST COULDN'T PASS UP A CHANCE TO MEET SUCH A FAITHFUL FAN!

COULD I SEE YOUR COLLECTION?

BOY! YOU BET!

Tim collects Spider-Man.

He has a huge old trunk filled with Spider-Man memorabilia. There are eight big scrapbooks overflowing with magazine and newspaper clippings, kinescopes of Spider-Man's rare television appearances, and a handful of souvenirs which can only be called unique. When I paid Tim a visit the other day, he eagerly opened his trunk to answer my typically nosy questions.

"I was real lucky to get some of these clippings," said Tim, flipping through the oldest scrapbook. "I was just a little kid when a lot of these stories were printed. But my grandfather knew a lady who saved old copies of the *Daily Bugle*, and a bunch of other papers, going back a long way. So I was able to get clippings of the earliest stories on Spider-Man that were ever run."

And the Kinescopes?

"They were harder to find," admitted Tim. "Heck, most folks at TV station had practically forgotten that Spider-Man first

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I'VE GOT STUFF FROM NEWSPAPERS AND MAGAZINES... EVEN SOME OLD FILMS OF WHEN YOU WERE ON TV!

LET ME SEE THAT!

WELL, I'LL BE! THERE I AM, DOING MY ACT ON "VARIETY TIME!" THIS REALLY TAKES ME BACK!

IF YOU THINK THAT'S SOMETHING--

--LOOKIT THIS!

THIS IS THE EARLIEST ARTICLE I COULD FIND ABOUT YOU... MAYBE IT'S EVEN THE FIRST ONE!

WHO IS THE SPIDER-MAN?

MYSTERY MAN

APPEARS AT RINGLING AND

SPIDER-MAN PLAYS TO PACKED HOUSE

SPIDER-MAN SLATED FOR TV SERIES

JUDGING FROM THE DATE ON THE STORY, IT MAY BE!

SPIDER-MAN...I'VE ALWAYS WONDERED... HOW'D YOU GET YOUR POWERS? WERE YOU BORN WITH 'EM OR--?

NO, I CAME BY MY POWERS PURELY BY ACCIDENT, TIM. BELIEVE IT OR NOT, I GOT THE WAY I AM FROM BEING BITTEN BY A RADIOACTIVE SPIDER!

HUH?

"I KNOW IT SOUNDS CRAZY, BUT IT'S TRUE! I WAS ATTENDING A SCIENCE EXHIBITION, AND A SPIDER WHICH HAD GOTTEN TOO CLOSE TO ONE OF THE EXHIBITS PUT THE BITE ON ME!"

OW!

"I'M JUST LUCKY THAT BITE DIDN'T MAKE ME DEATHLY ILL. SOMEHOW, THOUGH, THE IRRADIATED VENOM DID SOMETHING TO MY BODY CHEMISTRY.

"I SOON FOUND THAT I'D BECOME INCREDIBLY FAST... I COULD LEAP GREAT DISTANCES...CLING TO THE SIDES OF BUILDINGS!

"AND I'D BECOME *VERY* STRONG!"

I...I CRUSHED THIS STEEL VENT PIPE, AS THOUGH IT WERE *PAPER!*

I'D BECOME A KIND OF HUMAN SPIDER. ABOUT THE ONLY THING I COULDN'T DO WAS SPIN A WEB... BUT I EVEN FIGURED OUT HOW TO DO THAT, EVENTUALLY!

YOUR WEBBING... *YEAH!* HOW DO YOU MAKE IT?

WELL, I COULD SPEND *WEEKS* EXPLAINING THE FORMULA... LET'S JUST SAY THAT I MIX UP THIS SPECIAL FLUID--

--AND STORE IT UNDER PRESSURE IN METAL CARTRIDGES THAT GO INTO THIS WRIST GIZMO, SEE?

NEAT!

THE WHOLE SHEBANG IS ACTIVATED BY PRESSING ON THE SUPER-SENSITIVE BUTTON-- WHICH IS WORN AT A SPOT ON MY PALM WHERE I WON'T ACCIDENTALLY HIT IT WHEN I MAKE A FIST!

A DOUBLE-TAP OF THE PALM-BUTTON, AND I GET ALL THE WEBBING I NEED ...AT LEAST UNTIL THE FLUID RUNS OUT...

...THEN I HAVE TO REPLACE THE CARTRIDGE. BY ADJUSTING THE NOZZLE I CAN GET A THICK GLOB OF ADHESIVE LIQUID, A THIN STRAND OF LINE--

--OR A FINE, QUICK-SPREADING WEB THAT'S STRONG ENOUGH TO HOLD ABOUT ANYTHING! HOW DO YOU LIKE THAT?

I LIKE IT A LOT! IT MUST BE GREAT TO BE SPIDER-MAN!

SAY, I WAS WONDERING ...WHEN YOU FIRST BECAME SPIDER-MAN, YOU USED TO BE ON TV AND STUFF. YOU GAVE IT UP TO CHASE CROOKS. HOW COME?

I WAS AFRAID YOU MIGHT ASK THAT.

WELL, IT DOES HAVE ITS MOMENTS!

"I STARTED OUT TO MAKE MONEY WITH MY POWERS... AND I WASN'T INTERESTED IN MUCH ELSE. ONE DAY, LEAVING A TV STUDIO, I SAW A GUARD CHASING A BURGLAR. I COULD HAVE STOPPED HIM, BUT I DIDN'T. HE GOT AWAY.

"A FEW WEEKS LATER, THE SAME BURGLAR BROKE INTO THE HOME OF... SOME PEOPLE WHO MEANT A LOT TO ME. THE PEOPLE SURPRISED THE BURGLAR, HE PULLED A GUN, AND AN INNOCENT MAN DIED."

IF I'D STOPPED THAT BURGLAR WHEN I FIRST HAD THE CHANCE--! BUT NO, ALL I CARED ABOUT THEN WAS MYSELF!

AND THAT'S WHY--?

YEAH, THAT'S WHY I STARTED CHASING CROOKS. I CAUGHT THAT BURGLAR, AND I SWORE THAT NO ONE ELSE WAS GOING TO GET HURT IF I COULD HELP IT!

MAYBE YOU SHOULD HAVE PICKED SOMEONE ELSE TO START A SCRAPBOOK ABOUT, TIM.

GEEZ, DO YA HAVE TO BE SO HARD ON YOURSELF? I KNOW YOU MESSED UP... BUT AT LEAST YOU'VE TRIED TO MAKE UP FOR IT.

I'LL BE MAKING UP FOR IT FOR A LONG, LONG TIME.

HEY, COME ON! I'VE GOT LOTS MORE STUFF TO SHOW YOU!

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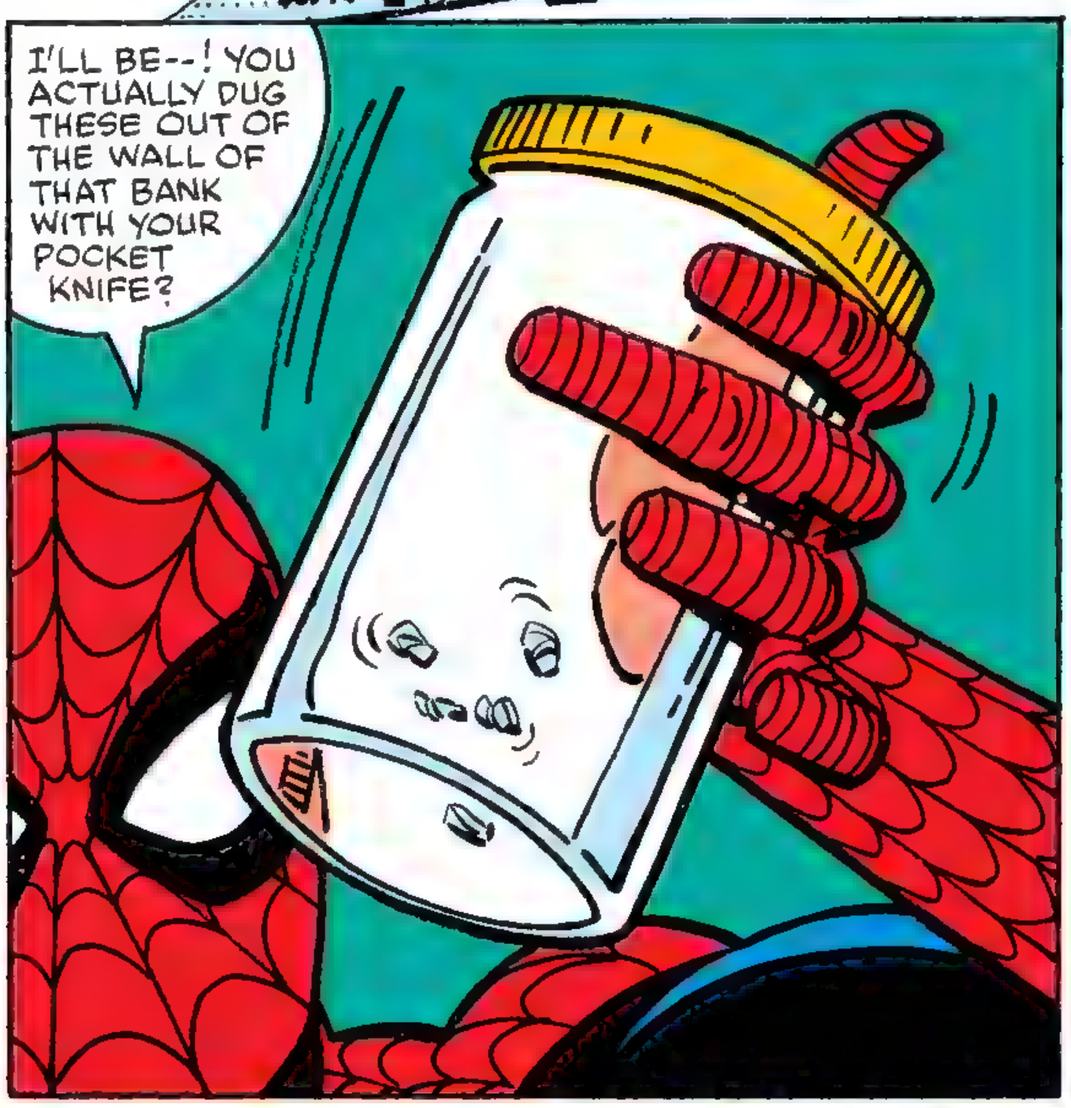
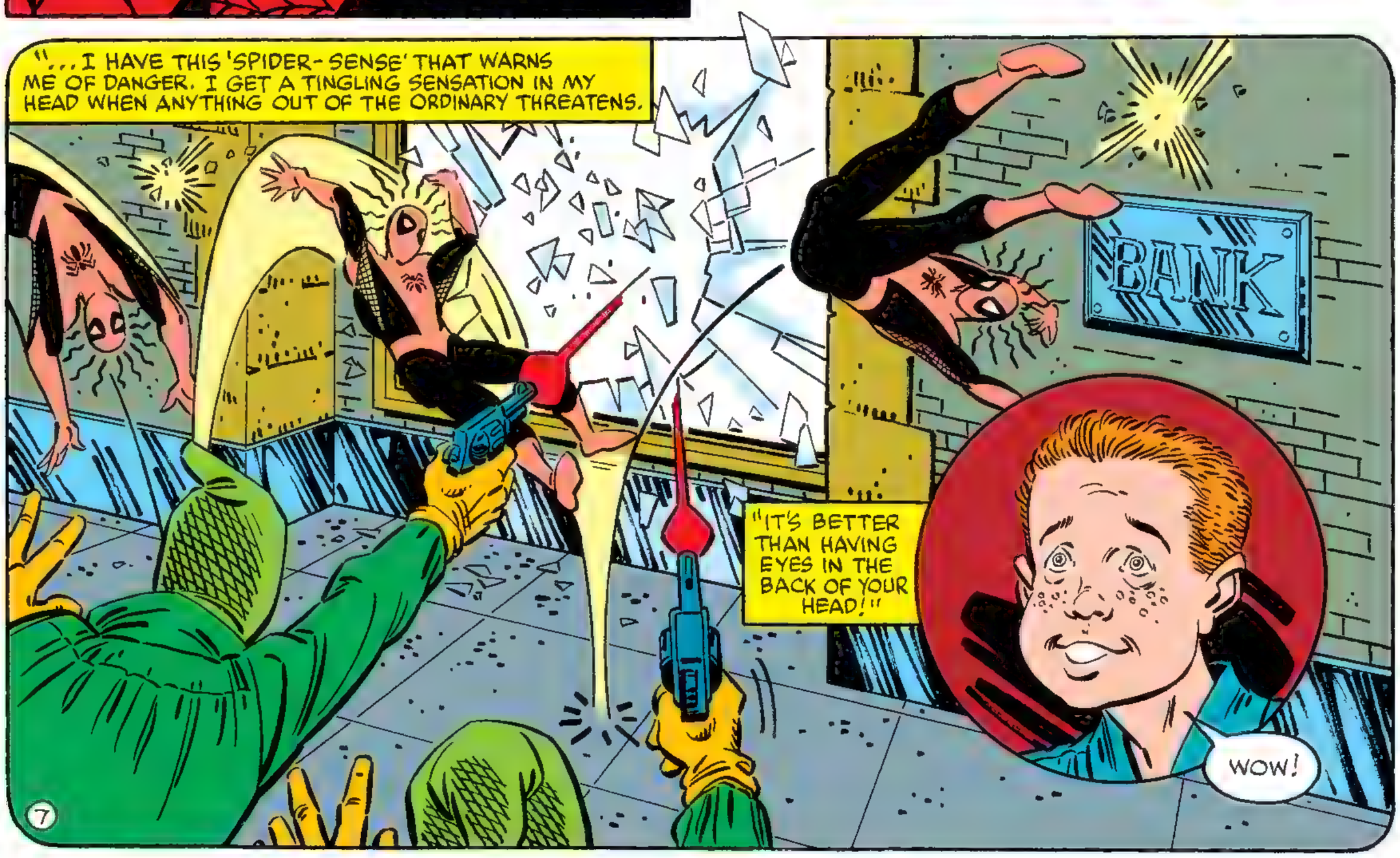
hims... just like that!"

And, of course, there are those souvenirs.

"My cousin Al was on a field trip to some museum in the city, when Spider-Man stopped some guys who were trying to steal rare jewels that were on loan from India or somewhere. Al had his camera with him, and he shot a whole set of slides of Spider-Man in action!" Then, Tim dug into the trunk and pulled out a jar holding five flattened .38 slugs. "I dug these out of the sides of a building in Forest Hills, the day after Spider-Man surprised some hold-up men outside of a branch bank! He moved so fast, they never hit him once!" said Tim proudly.

There were other items in the trunk, but I wasn't as interested in them, as I was in the young man who collected them. Tim was obviously quite an admirer of the ...





-Man surprised some hold-up men outside of a branch bank. He ed so fast, they never hit him once!" said Tim proudly.

There were other items in the trunk, but I wasn't as interested in them, as I was in the young man who collected them. Tim was obviously quite an admirer of the anonymous, masked man whom our publisher often refers to (under his breath, of course) in terms not suitable for the pages of a family newspaper. Didn't it bother Tim that his hero so seldom received favorable headlines?

"A little," admitted Tim, "but it's given me material for a whole new scrapbook."

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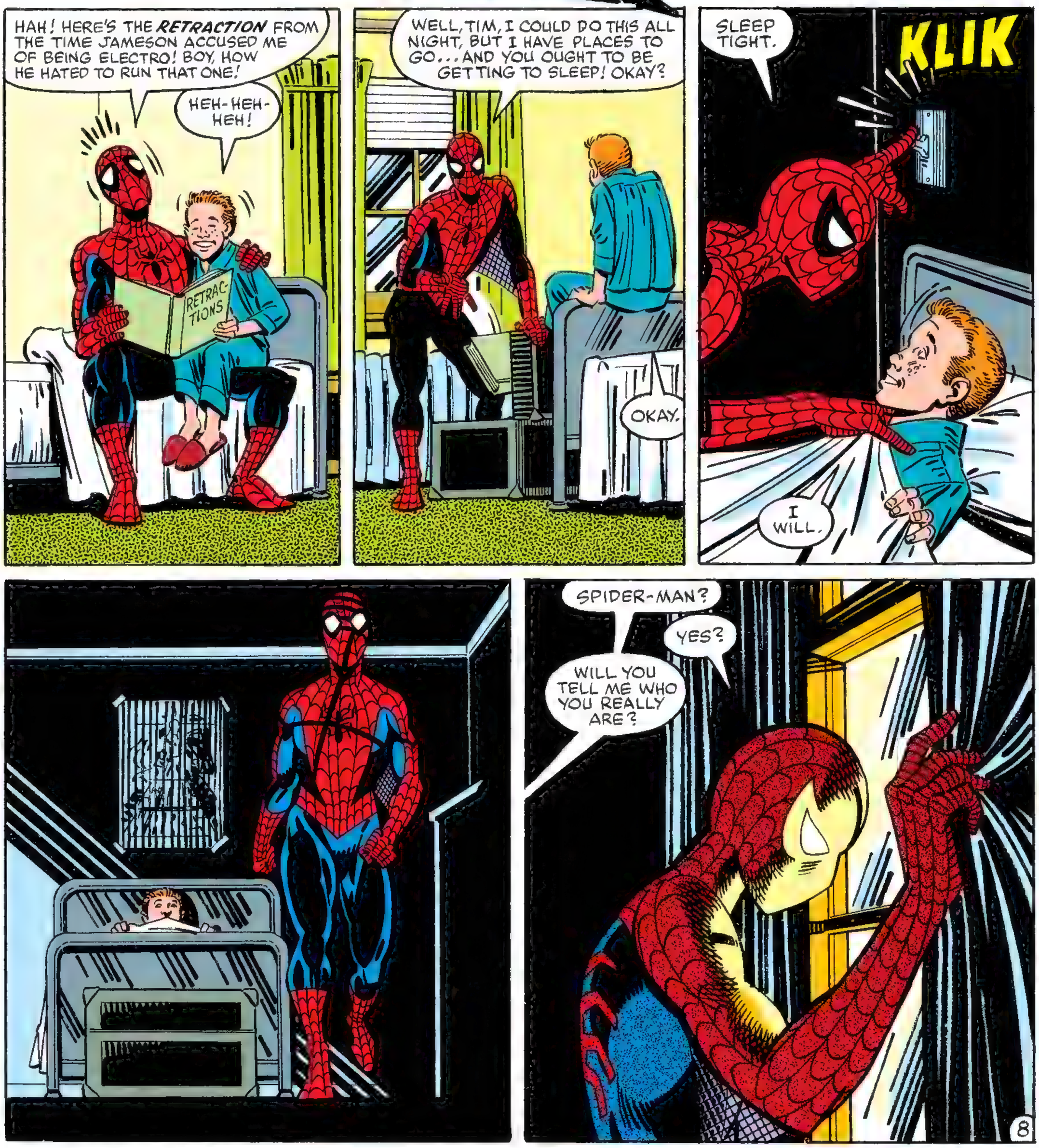

NOW, TIM, YOU KNOW THAT'S MY GREATEST SECRET. IF PEOPLE KNEW WHO I WAS UNDER THIS MASK, I'D NEVER KNOW A MOMENT'S PEACE... ALL OF MY FRIENDS WOULD LIVE IN CONSTANT DANGER.

I KNOW...

...BUT I'D NEVER TELL ANOTHER SOUL THAT I KNEW... LONG AS I LIVED... HONEST!

I BELIEVE YOU, TIM, BUT I CAN'T--! I...

TIM...

...MY NAME IS *PETER PARKER.*

I TOOK MOST OF THE PHOTOS THAT GO WITH THOSE ARTICLES YOU SAVED.

YOU MEAN, ALL THESE YEARS, OL' MAN JAMESON HAS BEEN PAYING YOU TO TAKE PICTURES OF YOURSELF?

UH-HUH

BOY, THAT'S GREAT! I WISH WE COULD TELL HIM!

I KNOW. I DO, TOO... BUT WE CAN'T! YOU MUSTN'T EVEN TELL ANYONE THAT I WAS HERE!

DON'T WORRY, PETE. I UNDER-STAND.

IT'S OUR SECRET! FOREVER AND EVER... I PROMISE.

YEAH.

I GUESS THAT MAKES US BUDDIES, THEN!

YOU BET, PETE! BUDDIES TO THE END!

HEY... IT'S REALLY... GETTING LATE NOW!

I HAVE TO GET MOVING, AND YOU HAVE TO GET TO SLEEP!

OKAY. G'NIGHT, PETE!

TAKE CARE OF YOURSELF, TIM.

SLOCUM-BREWER CANCER CLINIC

SLOCUM-BREWER CANCER CLINIC

share of conviction. When I asked him what he wanted, more than anything else, he looked me square in the eye and said, "Mr. Conover, I'd like to meet Spider-Man and talk to him... just for a few minutes."

Well, I hope Tim gets his wish. I hope that somewhere out there Spider-Man reads these words. I hope that my publisher is wrong about him, and that he takes the time to visit a very brave young man named Tim Harrison. And I hope he does it soon.

You see, Tim Harrison has leukemia, and the doctors only give him a few more weeks to live.

END

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APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER THE SPECTACULAR SPIDER-MAN™

MILGROM

IN THIS ISSUE: ONE OF THE SPECTACULAR SPIDER-MAN'S DEADLIEST FOES... IS ABOUT TO BECOME EVEN DEADLIER!!!

Stan Lee PRESENTS:

THE HATRED OF THE HOBGOBLIN!

TONIGHT IS THE NIGHT! SOON ALL THE POWER POSSESSED BY THE ORIGINAL *GREEN GOBLIN*...

...ALL THAT-- AND *MORE*--

--SHALL BELONG TO... ***HOBGOBLIN!***

SOMEWHERE, SOMEPLACE COMPUTERS CHANNEL CHEMICAL CURRENTS INSIDE A HUGE VAT. SOMEWHERE, SOMEPLACE...

...EVIL IS A 'BORNING!

BILL MANTLO / WRITER | AL MILGROM & JIM MOONEY / ARTISTS | D. ALBERS, LETTERER / B. SHAREN, COLORIST | TOM DeFALCO & DANNY FINGEROTH / EDITORS | JIM SHOOTER / CHIEF

WOULD LIKE TO EXPRESS THEIR INDEBTEDNESS TO **HOBGOBLIN'S** CREATOR, **ROGER STERN,** FOR HIS GRACIOUS **PLOT ASSIST.**

WE DO NOT KNOW HIS NAME. WE HAVE NEVER SEEN HIS FACE. HE IS A CIPHER SEETHING WITH MENACE AND MYSTERY.

NORMAN OSBORN--THE GREEN GOBLIN--WAS INSANE...BUT METHODICAL IN HIS MADNESS.

HE RECORDED EVERY ASPECT OF HIS CRIMINAL CAREER. HIS JOURNAL ENTRIES ARE EXHAUSTIVE.

FORTUNATELY FOR ME, HIS JOURNALS SURVIVED HIS DEATH.

FROM THEM, I HAVE LEARNED HOW TO DUPLICATE THE THINGS THAT MADE THE GREEN GOBLIN A FORCE TO BE FEARED...

...HIS HIDDEN HIDEOUTS, THE DEADLY WEAPONRY IN HIS BAG O' TRICKS, HIS GOBLIN-GLIDERS--

--AND NOW...TONIGHT...THE SECRET SOURCE OF HIS SUPER-STRENGTH!

THE JOURNALS SUGGESTED HOW DANGEROUS THE PROCESS COULD BE...

...AND HOW FOOLISH I WOULD BE TO TEST IT ON MYSELF FIRST.

"SO I FOUND A GUINEA PIG IN *LEFTY DONOVAN*, A SECOND-RATE CRIMINAL IN MY EMPLOY. UNDER HYPNOSIS, DONOVAN SYNTHESIZED THE GOBLIN'S FORMULA--

"--WITH RATHER EXPLOSIVE RESULTS.

"DONOVAN'S EVERY PORE BECAME PERMEATED WITH THE POWERFUL POTION.

"FOR WEEKS, DONOVAN LAY BURNED AND COMATOSE IN A HOSPITAL. MONITORING HIM FROM AFAR, I SAW WHAT HIS DOCTORS COULD NOT.

"HE WAS RECUPERATING AT AN INCREDIBE RATE, AS THE CHEMICALS HE'D ABSORBED ENERGIZED EVERY CELL IN HIS BODY!

"FINALLY, DONOVAN REGAINED CONSCIOUSNESS AND, FOLLOWING MY POST-HYPNOTIC COMMAND, ROSE, DRESSED HIMSELF IN A SPARE HOBGOBLIN COSTUME...

"...AND CHALLENGED THE AMAZING SPIDER-MAN TO BATTLE. I OBSERVED ALL, OBSERVING ESPECIALLY HOW *POWERFUL* DONOVAN HAD BECOME...

"...AS POWERFUL AS THE ORIGINAL GREEN GOBLIN, IN FACT--POSSESSING POWER ENOUGH TO TAKE ON EVEN SPIDER-MAN.

"HAVING LEARNED ALL I NEEDED, I TERMINATED THE TEST...

"...AND LEFTY DONOVAN!

"NOW THE WORLD, WITH THE POSSIBLE EXCEPTION OF SPIDER-MAN, BELIEVES THE HOBGOBLIN TO BE DEAD... WHICH IS FINE WITH ME. IT LEAVES ME FREE TO BIDE MY TIME... SO THAT I CAN PERFECT OSBORN'S FORMULA, ELIMINATING ITS EXPLOSIVE SIDE-EFFECTS.

"I HAVE SOUGHT TO BE AS POWERFUL AS THE GREEN GOBLIN ONCE WAS."

TONIGHT I SHALL ACHIEVE THAT END.

AT THE CLICK OF A BUTTON...

...WALDOES--MECHANCAL ARMS--EXTEND INTO THE SEETHING VAT AND PREPARE TO ADD THE FINAL INGREDIENT.

A CHEMICAL REACTION CAUSES THE FROTHING FLUID TO GLOW GREEN.

IT IS TIME. I SHALL PASS THROUGH THIS MEMBRANE...

...AND MY LIFE WILL BE CHANGED FOREVER!

DANGER

Caveat: The potential exists for even greater power-- perhaps equal to that possessed by Spider-Man--but continued experimentation has led me to conclusion that prolonged immersion in the fluid can cause possible psychological side effects, leading even to madness.

MINUTES PASS...

PERHAPS TOO MANY MINUTES...

DANGER

BUH

HR

OOM!

AHHHHHHH...!

TOO LONG! I STAYED IN THE CHEMICALS TOO LONG.

BUT I'M ALIVE... UNHARMED...AND MORE!

I CAN FEEL MY BODY BURSTING WITH MORE SHEER *POWER* THAN I COULD EVER HAVE CONCEIVED OF!

I'VE DONE IT! I'VE BECOME AS POWERFUL AS THE ORIGINAL GREEN GOBLIN!

MAYBE EVEN *MORE* POWERFUL!

BUT THE ONLY WAY TO TEST THAT THEORY IS TO DEFEAT THE ONE FOE THE GOBLIN COULD NEVER DEFEAT HIMSELF!

THUS, TONIGHT... THE *HOBGOBLIN* WILL DESTROY *SPIDER-MAN!*

EARLIER THAT AFTERNOON AT CENTRAL PARK'S TAVERN-ON-THE-GREEN, ONE OF NEW YORK'S SWANKIEST LUNCH SPOTS...

WHEW! THE CLOSEST I'VE EVER COME TO DINING HERE IS WHEN I ATE A SANDWICH ON A NEARBY PARK BENCH.

BUT HARRY OSBORN SAID HE AND LIZ HAD AN IMPORTANT ANNOUNCEMENT TO MAKE... AND THAT LUNCH WAS HIS TREAT.

SO WHO WAS MAY PARKER'S NEPHEW PETER TO SAY NO TO A FREE FEED?

TAVERN ON THE GREEN

ARRIVING JUST A FEW MINUTES LATE...

...PETER PARKER DISCOVERS THAT THE REST OF HIS PARTY HAS YET TO PROCEED PAST THE COCKTAIL STAGE.

HEY, PETE! YOU MADE IT!

HARRY, OLD BUDDY, THE PROVERBIAL WILD HORSES COULDN'T KEEP ME AWAY FROM SEEING YOU AND THE OLD GANG AGAIN!

I'M SO GLAD YOU FEEL THAT WAY, PETER. WE'VE ALL KNOWN EACH OTHER SO LONG, BEEN THROUGH SO MANY CHANGES TOGETHER.

MAYBE THAT'S WHAT KEEPS US ALL TOGETHER, LIZ.

WHY, THAT'S EXACTLY HOW LIZ AND I FELT, PETE--

--WHICH IS THE VERY REASON FOR THIS LUNCHEON!

WHAT *IS* THE VERY REASON FOR THIS LUNCHEON, LIZ?

OH, I CAN'T TELL YOU, BETTY-- NOT YET.

NOT 'TIL WE'RE *ALL* HERE!

LOOK AT HARRY AND LIZ, SO HAPPY TOGETHER DESPITE ALL THEY'VE BEEN THROUGH. LIZ'S STEP-BROTHER WAS THE *MOLTEN-MAN*--

--AND HARRY'S DAD WAS THE ORIGINAL *GREEN GOBLIN!*

--THOUGH A LATER TRAUMA MERCIFULLY WIPED THAT FACT FROM HIS MIND.

LISTEN! I LIKE PARTIES AS MUCH AS ANYONE, BUT NED AND I ARE NINE-TO-FIVERS! WE'VE GOT JOBS TO GET BACK TO!

SO IF YOU TWO LOVEBIRDS HAVE A SECRET TO SHARE WITH THE REST OF US--

--I FOR ONE AM POSITIVELY BURSTING TO HEAR IT!

AT BETTY BRANT'S FRIENDLY URGING, A BLUSH SUFFUSES LIZ OSBORN'S CHEEKS.

WELL, THE ONLY ONE MISSING IS MARY JANE WATSON. WE WERE WAITING FOR HER...

BUT I CAN'T KEEP THE NEWS IN ANY LONGER! HARRY AND I ARE GOING TO BE A *MOMMY!*

I'M GOING TO HAVE A BABY!

YIPEEEE! I *LOVE* BABIES!

OTHER PEOPLE'S, OF COURSE.

OH, MARY JANE! YOU DID COME! I... WE WEREN'T, SURE--!

THAT WAS SILLY, LIZ! JUST BECAUSE I'M FOOTLOOSE AND FANCY-FANCY DOESN'T MEAN I DON'T CARE FOR MY FRIENDS!

I LOVE YOU AND HARRY--AND I'M GOING TO LOVE YOUR BABY!

THERE ARE TEARS, THEN, OF JOY...

... AND CONGRATU-LATIONS ALL AROUND.

FLASH! SHA SHAN! ISN'T THE NEWS WONDERFUL?

YEAH. THE GREATEST.

WE ARE VERY... HAPPY... FOR HARRY AND LIZ, PETER.

YEAH, THE LAST TIME I SAW SUCH AN EXCESS OF HAPPINESS WAS AT SOMEBODY'S WAKE! WHAT'S EATING FLASH AND SHA SHAN?

IS, UH, SOMETHING WRONG, FLASH? WANT TO TALK?

TALKING'S THE LAST THING I WANT.

OKAY.

SO MUCH MUCH FOR MY DEAR ABBY ROUTINE.

FLASH HAS A PROBLEM, BUT HARRY HAS A WORSE ONE. I WONDER IF HE KNOWS ABOUT THE *HOBGOBLIN*--

--OR IF HE'S LINKED HIM WITH THOSE RAIDS ON HIS FATHER'S FACTORIES?

BUT THAT'S NOT THE KIND OF QUESTION YOU CAN JUST COME OUT AND ASK A GUY--NOT ON AN OCCASION LIKE THIS!

A TRULY EXCEPTIONAL LUNCH OVER WITH, OLD FRIENDS PREPARE TO GO THEIR SEPARATE WAYS.

BUT PETER PARKER CANNOT RESIST ONE LAST ATTEMPT TO BREAK THROUGH FLASH THOMPSON'S SULLENNESS.

HEY, FLASH, REMEMBER THE DAYS AT MIDTOWN HIGH WHEN I WAS A BOOKWORM AND YOU WERE *BMOC?**

EVER THINK THEN THAT WE'D BE FRIENDS NOW?

HUH? LISTEN, PETE, I GOTTA GO--

**BIG MAN ON CAMPUS--DANNY.*

--AND THE *PAST* IS THE *LAST* THING I WANT TO TALK ABOUT!

SHA SHAN, WHAT DID I SAY?

IT IS NOT WHAT *YOU* SAID THAT IS THE PROBLEM, PETER--

--BUT WHAT FLASH DID *NOT* SAY!

A RIDDLE...

...UNDECIPER-ABLE.

YOU LOOK PUZZLED, TIGER!

TELL ME ABOUT IT, MARY JANE!

OKAY, I WILL. FLASH AND SHA SHAN HAVE PROBLEMS--

--AND YOU'RE TRYING TO FIGURE OUT WHAT THEY ARE SO YOU CAN SOLVE THEM FOR THEM!

YOU READ ME LIKE A BOOK, MJ!

I'VE HAD PRACTICE! YOU ALWAYS DID WANT TO BE THE "WHITE KNIGHT TO THE RESCUE!" I THINK THAT'S WHAT I LIKED ABOUT YOU!

BUT NOT ENOUGH TO MARRY ME?

OH, DON'T GET HEAVY, TIGER! BESIDES, WITH THE BENEFIT OF HINDSIGHT--

--CAN YOU REALLY IMAGINE THE TWO OF US TOGETHER?

LOOKING BACK, MJ...NO.

BUT THERE WAS A TIME...

AND THERE MAY BE AGAIN, LOVER! WHO KNOWS? BUT I'M LATE FOR A SHOOTING! SEEYA!

WHAT'D MJ MEAN BY THAT LAST REMARK? DOES SHE *STILL* LOVE ME?

IF SHE DOES, WHAT WOULD I DO IF...?

WHOA, PARKER! THAT WAY LIES MADNESS!

AND I'VE GOT MY CURRENT LOVE AFFAIR WITH THE *BLACK CAT* TO THINK ABOUT!

OR SHOULD I SAY... SPIDER-MAN'S LOVE AFFAIR WITH THE BLACK CAT??

I SHOULD. AFTER ALL, EVERY OTHER WOMAN I'VE EVER LOVED, I'VE LOVED AS PETER PARKER!

"IN FACT, MORE OFTEN THAN NOT--

"--IT WAS SPIDER-MAN WHO KEPT ME AND MY LADIES APART!"

TALK ABOUT SCHIZOPHRENIA! WHEN IT COMES TO LOVE--

--HOW MANY GUYS WIND UP COMPETING WITH THEMSELVES?

BUT WITH THE CAT IT'S GONNA BE DIFFERENT--

"--BOY, IS IT EVER!

FELICIA, DINNER'S READY!

I'LL BE OUT OF THE BATH IN A MOMENT, MOTHER!

DEAR, IS THAT YOU TAPPING?

TAPPING? OH!

TAP TAP TAP

SHHHH! FIVE MINUTES!

DID YOU SAY SOMETHING, FELICIA?

ONLY THAT YOU'RE AN ABSOLUTE DARLING TO STAY AND PREPARE MY MEALS FOR ME, MOTHER!

YOU DID JUST GET OUT OF THE HOSPITAL, DEAR. YOU'RE STILL WEAK.

BUT NOT SO WEAK THAT I CAN'T MANAGE FINE FOR THE REST OF THE NIGHT!

GO! SEE A MOVIE! YOU HAVEN'T BEEN OUT IN DAYS!

WELL, I WAS INVITED TO PLAY BRIDGE AT THE CHURCH TONIGHT...

THEN YOU GO AND HAVE YOURSELF A GOOD TIME, MOTHER--

--'CAUSE I CERTAINLY INTEND TO!

HOPE YOU DIDN'T CATCH ANYTHING COMMUNICABLE PERCHED OUT THERE WITH THE PIGEONS, LOVER!

WELL, MAYBE A BIT OF A CHILL, CAT!

MMMM! I KNOW JUST THE CURE FOR CHILLS!

FELICIA HARDY IS THE BLACK CAT--CAT BURGLAR PAR EXCELLANCE.

OR, AT LEAST, SHE WAS.

HER LOVE FOR SPIDER-MAN SET HER ON THE STRAIGHT AND NARROW.

THAT PATH LED TO THEIR WAR WITH DR. OCTOPUS...

...AND TO THE CAT'S NEAR DEATH.

BUT SHE SURVIVED, AND THEIR LOVE BURNS STRONG.

REMEMBER WHEN I WAS IN THE HOSPITAL AND DOC OCK WAS AFTER ME, LOVER?

YOU WERE ABOUT TO TAKE OFF YOUR MASK...

I THOUGHT I WAS GOING TO DIE, CAT. I DIDN'T WANT THERE TO BE ANY SECRETS BETWEEN US.

AND NOW?

I...

SCHIZOPHRENIA.

IT CUTS BOTH WAYS.

OKAY. I CAN WAIT.

CAT, I DO LOVE YOU!

AND I LOVE YOU MY BEAUTIFUL MASKED STRANGER!

CARE FOR DINNER?

SOON...

GOOD?

GOOD! TELL YOUR MOTHER I SAID SO.

CAT, ABOUT WHO I AM-- I MEAN, UNDER THIS MASK...

DON'T BE UPSET, LOVER. I WAS JUST TEASING.

BESIDES, IT DOESN'T REALLY MATTER TO ME.

IT'S THE MASK I LOVE-- THE COSTUME--YOU AS THE SPECTACULAR SPIDER-MAN, SWINGING THROUGH THE NIGHT!

YOU MAKE WHAT I DO SOUND SO... SO ROMANTIC, CAT.

WHAT YOU DO... WHO YOU ARE-- IT *IS* ROMANTIC! YOUR BEING SPIDER-MAN EXCITES ME LIKE NOTHING HAS EVER EXCITED ME BEFORE!

I *LIKE* BEING EXCITED, LOVER! I WANT TO *SHARE* YOUR NIGHTS WITH YOU!

CAT, WHAT YOU'RE ASKING--IT'S *DANGEROUS* OUT THERE! THE LAST TIME YOU HELPED ME YOU ALMOST ENDED UP *DEAD!*

BUT YOU SAVED ME--AND TOGETHER WE SAVED A CITY FROM DR. OCTOPUS!

I... CAN'T DENY THAT. IT'S JUST THAT I'VE ALWAYS BEEN A LONER-- NOT USED TO WATCHING OUT FOR SOMEONE ELSE!

I'M A BIG GIRL NOW, LOVER--OR HADN'T YOU NOTICED? NOBODY HAS TO BABYSIT FOR THE *BLACK CAT!*

YEAH, WELL, I CAN THINK OF A LOT OF MEN WHO'D LIKE TO!

I DON'T WANT TO BE WITH A LOT OF MEN, SPIDER! I ONLY WANT TO BE WITH YOU!

CAT CABLE UNWINDS FROM BENEATH A FUR COLLAR.

WELL, SINCE I CAN'T TALK YOU OUT OF IT... *COME ON!*

ALL RIIIIGHT!

WEB-LINE SLINGS FROM HIDDEN WEB-SHOOTERS.

THEY ARE **SPIDER-MAN** AND THE **BLACK-CAT**...TOGETHER!

I'VE NEVER KNOWN ANYONE LIKE THE CAT!

I'VE NEVER LOVED ANYONE LIKE I LOVE SPIDER-MAN!

WE WERE *GREAT* JUST NOW, WEREN'T WE, LOVER?

WE WERE... GOOD.

CAT, WHEN WE FIRST MET EACH OTHER, IN ADDITION TO BEING AN EXCELLENT ACROBAT, YOU ALSO POSSESSED A STRANGE... "POWER."

POWER? OH! YOU MEAN THE FACT THAT "*BAD LUCK*" ALWAYS SEEMED TO BEFALL WHOEVER WAS AFTER ME!

THAT WAS ALL A *TRICK* SPIDEY! BEFORE A FIGHT I'D CAREFULLY CHOOSE THE BATTLEFIELD, AND THEN I'D RIG IT AGAINST WHOEVER'D FOLLOW ME INTO IT!

A... TRICK? NOT A SUPER-POWER?

NO! THAT'S WHY I COULDN'T USE IT DURING THE OWL-OCTOPUS WAR! *THEY* CHOOSE THE BATTLEFIELDS!

I... SEE. C'MON, CAT-- LET'S GO HOME.

YOU'RE UPSET! WHY? WHAT DID I SAY?!

I GUESS I'M JUST REALIZING HOW CRAZY THIS IS -- HOW VULNERABLE YOU ARE! I'VE GOT *SPIDER-POWERS*, CAT!

EVEN SO, THERE'VE BEEN TIMES I'VE NEARLY GONE DOWN BEFORE ONE VILLAIN OR ANOTHER!

I-I COULDN'T BEAR IT IF ANYTHING HAPPENED TO YOU!

BUT, SPIDER...

...I CAN'T LIVE WITHOUT THE EXCITEMENT, THE ADVENTURE -- WITHOUT THE *NIGHT!*

CAT, I... WAIT!

THERE'S *DANGER!!!*

PWOOM

--HURLED BY THAT HELL-FIEND, THE HOBGOBLIN!

WHAT--?!

PUMPKIN-BOMBS--

PWUK

HOBGOBLIN?

A KILLER, CAT--MAYBE DEADLIER THAN DOC OCK!

STAY BACK! I'LL PROTECT YOU...!

NO WAY, LOVER!

I'M GOING TO *PROVE* I'M WORTHY TO FIGHT BY YOUR SIDE!

PWOOM

LOVERS, ARE YOU?

IN THAT CASE, MY DEAR, YOU SHALL CERTAIN-LY *DIE* BY HIS SIDE!

OMIGOSH! CAT! LOOK OUT FOR HIS...

RAZOR-BATS-- SLASHING MY COSTUME!

BUT IF I CAN, JUST KEEP ROLLING FORWARD, I'LL HAVE A GOOD SHOT AT--

OHHH!

GO LIMP, CAT! I'VE GOT YOU!

OH, DID MY LITTLE SPARKLES *STOP* YOU? I WOULD'VE EXPECTED SPIDER-MAN TO HAVE CHOSEN A MORE... RESOURCEFUL... LOVER!

I'M ALL RIGHT, SPIDEY! JUST WINDED!

YOU'RE WEAK, STILL RECUPER-ATING!

I WAS CRAZY NOT TO STOP YOU!

REST NOW! HOBGOBLIN'S MINE!

THE GAS-GHOST DRIFTS LAZILY, LETHALLY DOWNWARD.

BUT THE WEB-SLINGER IS READY!

I WAS WONDERING WHEN YOU'D SHOW THAT FRIGHT-FACE OF YOURS AGAIN, HOBGOBLIN!

WHAT HAPPENED? COULDN'T FIND ANOTHER DOPE LIKE LEFTY DONOVAN TO DIE IN YOUR PLACE?

DONOVAN SERVED HIS PURPOSE. NOW I SHALL PERSONALLY DESTROY YOU *AND* YOUR LADY!

FWWWZZ

ZZ

ZZZZ

THINK AGAIN, KILLER--

ZWAP!

--WHILE YOU'RE CHOKING ON YOUR OWN GHOST-GAS! TONIGHT'S THE NIGHT YOU START TO PAY FOR YOUR CRIMES!

TONIGHT'S THE NIGHT I *MAKE* YOU PAY!

SPIDER-MAN'S SPEED, SKILL AND AGILITY MAKE HIM PRACTICALLY UNBEATABLE! WERE I TO RELY ON MY GADGETRY ALONE, IT'S EVEN POSSIBLE HE COULD DEFEAT ME!

BUT THE PURPOSE OF MY ATTACK THIS NIGHT IS TO *TEST* MY NEWLY-ACQUIRED *SUPER-STRENGTH!*

KRATAK!

PROTECT YOUR LADY *NOW*, SPIDER-MAN!

HOLEE--!

HOBGOBLIN RIPPED THE STONEWORK FROM THAT BUILDING WITH EASE, AND NOW, HE'S HURLING IT AT US AS IF IT WEIGHED LESS THAN PAPIER MACHE!

HE NEVER DISPLAYED THAT LEVEL OF POWER THE FIRST TIME WE FOUGHT!

CAT! GET BEHIND ME!

SPIDEY, NO! DON'T PROTECT ME! I WANT TO HELP--

OOFF!!

I SAID, BEHIND ME!

THIS IS NO ROMANTIC ADVENTURE, CAT! STAY OUT OF THE WAY--!

ARRGHH!

SOMEHOW HE'S MADE HIMSELF AS STRONG AS THE FIRST GREEN GOBLIN!!

HAHAHAHAHA

WE STAND ON AN EQUAL FOOTING NOW, SPIDER-MAN?

ONLY I AM FAR MORE RUTHLESS!

ORDINARILY, THE WONDEROUS WALL-CRAWLER'S SPIDER-SPEED AND AGILITY WOULD HAVE ENABLED HIM TO EASILY AVOID THE CRASHING CORNICE.

ORIDINARILY HE WOULD NOT BE LOOKING OUT FOR THE BLACK CAT.

ORDINARILY HE WOULD NOT BE FELLED.

YOU HURT MY LOVER, MONSTER!

NOW FEEL THE *CLAWS OF THE CAT!*

THE CAT-CABLE IS TOSSED WITH UNERRING ACCURACY.

ITS CLAWS HOOK FAST TO THE GOBLIN-GLIDER...

...WITH UNSETTLING RESULTS.

SO WHEN A LADY'S GOT GOOD AIM--

SWOK!

--WHO NEEDS SUPER-POWERS?!!

IN YOUR CASE, MY DEAR, THEY MIGHT HAVE HELPED POST-PONE YOUR IMMINENT DEMISE!

H-HOBGOBLIN'S NOT EVEN HURT! HE RIGHTED HIMSELF -- AND NOW HE'S SOARING AT ME!

CAT!

CAT!!!

GLLKKK...!

GET YOUR SLIMEY HANDS OFF MY LADY, HOBGOBLIN!

OH, GEE!

SPOK!

ARRGHH!

NO! THIS CAN'T BE HAPPENING! I HAVE INCREASED MY STRENGTH--!

YOU MAY HAVE GOTTEN STRONGER, 'GOBLIN--BUT YOU HAVEN'T GOTTEN ANY SMARTER...

...OR YOU'D HAVE KNOWN BETTER THAN TO COME AFTER SPIDER-MAN!

BLOW FOR BLOW, HE'S BEATING ME!

I WAS A FOOL TO RELY ON PHYSICAL STRENGTH WHEN I HAVE SO MANY OTHER MEANS OF CAUSING MAYHEM AT MY DISPOSAL!

AGGHH! FIREWORKS FROM YOUR FINGERTIPS--

--BLINDING ME!!!

LOVER!

I'LL BE OKAY IN A FEW SECONDS...BUT THOSE ARE A FEW SECONDS HOBGOBLIN WON'T ALLOW ME!

BUT I'M NOT AS HELPLESS AS I LOOK.

MY SPIDER-SENSE WILL ENABLE ME TO DODGE HIS ATTACK--AND STRIKE BACK!

BUT UNAWARE OF HER LOVER'S PLAN... FEARING FOR HIS LIFE--

--THE BLACK CAT RUSHES TO HIS RESCUE!

THAT'S IT, HOBGOBLIN--JUST A LITTLE CLOSER!

NOW! WHA--? CAT?!

SPIDEY, LOOK OUT! THE HOBGOBLIN'S RIGHT BEHIND YOU-- WHOOF!

SPIDER-MAN SOUGHT TO SNARE ME-- BUT THE CAT SPRUNG THE TRAP TOO SOON!

HA! THE FOOLS! THEY ARE THEIR OWN WORST ENEMIES!

NOW, WHILE THEY STAND DAZED, HOBGOB-LIN SHALL AWAY--

--TO RETURN AND FIGHT ANOTHER DAY!

SP-SPIDEY? WE BEAT HIM!

I COULD'VE *HAD* HIM, CAT!

YOU'RE BLAMING ME FOR LOSING HIM, AREN'T YOU?

BUT I ONLY LEAPED IN TO SAVE YOU!

DOESN'T THAT COUNT FOR SOME-THING??

INSTEAD, HE'S GETTING AWAY!

NEXT ISH: *THE RETURN OF THE FEARSOME **FLY**, IN A TALE WE CAN ONLY CALL...*

BUGS!

*YOU'LL HAVE TO **READ** IT TO SEE **WHY!***

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APPROVED BY THE COMICS CODE AUTHORITY

the AMAZING SPIDER-MAN®

ANNUAL

HANNIGAN + JANSON 83

THIS IS THE PLACE.

MILTON FARR mf PUBLISHING 135

BLISHING 135

SKRASH

IS OLD MAN FARR HERE?

LIGHT'S ON IN HIS OFFICE.

LET'S TAKE HIM.

THIS IS MILTON FARR, PUBLISHER.

WE USE THAT TERM ADVISEDLY.

IF YOU'VE EVER READ A FARR PUBLICATION, YOU PROBABLY THINK THAT ALL MEN ACT LIKE JOHN WAYNE, ALL WOMAN LOOK LIKE MARILYN MONROE...

...AND THAT LITERATURE IS A FOUR-LETTER WORD.

IN SHORT, WHAT MILTON FARR PUBLISHES... IS SLEAZE.

THAT'S PUT HIM IN TOUCH WITH SOME PRETTY SLEAZY PEOPLE...

...AND TAUGHT HIM TO BE PREPARED.

MENS

HE-MAN ADVEN

UNFORTUNATELY, IT HASN'T MADE HIM FAST...

YEOWTCH!

DON'T EVEN THINK IT.

WH-WHO ARE YOU? WHAT DO YOU MEAN, BREAKING INTO MY OFFICES? WHAT DO YOU WANT??!

YOU'VE GOT CERTAIN INFORMATION THAT COULD MAKE A CERTAIN FAT MAN EXTREMELY... INCONVENIENCED.

THE KING-PIN.

VERY GOOD, MR FARR. I SEE WE UNDER-STAND EACH OTHER. WITH YOUR INFORMA-TION, I CAN MAKE THE KINGPIN *CRAWL!*

YOU'RE CRAZY! I DON'T KNOW ANYTHING ABOUT ANYTHING! I'M JUST A SMALL-TIME PUBLISHER...!

OW!

YOU'RE GONNA BE SMALLER, FARR--

SWAP!

--IF YOU MAKE US WHITTLE YOU DOWN TO SIZE!

NOW, DO YOU TALK--OR DO WE START CARVIN'?

TALK? YOU GOTTA BE KIDDING!

SURE I'VE GOT SOME DOPE ON THE KINGPIN! I GOT DOPE ON EVERYBODY! BUT ONE REASON I'M ALIVE TODAY IS THAT I DON'T SHARE WHAT I GOT!

SO HOW YOU GONNA FORCE IT FROM ME? HURT ME? KILL ME?

I'M A COWARD! I CAN'T TAKE PAIN! BUT I KNOW THAT WHATEVER YOU JERKS DO TO ME--

-- THE KINGPIN'D DO WORSE!

CALL IT COURAGE... CALL IT STUPIDITY...

...BUT MILTON FARR CLOSES UP TIGHTER THAN A CLAM.

STAN LEE PRESENTS: THE AMAZING SPIDER-MAN

HEROES AND VILLAINS

ROGER STERN PLOT / BILL MANTLO SCRIPT / ED HANNIGAN PENCILER / JIM MOONEY INKER / DIANA ALBERS LETTERER / GEORGE ROUSSOS COLORIST / TOM DeFALCO & DANNY FINGEROTH EDITORS / JIM SHOOTER EDITOR-IN-CHIEF

ELSEWHERE THAT SAME EVENING...

HOLY SMOKES! IT'S SPIDER-MAN!!

WHO TIPPED HIM TO OUR FENCING OPERATION?!

ARE YOU KIDDING? WITH ALL THE HOT ROCKS BEING UNLOADED AROUND HERE LATELY--

--YOU BOYS COULDN'T HAVE BEEN MORE CONSPICUOUS IF YOU'D ADVERTISED!

NO! HE'S TRASHING MY WHOLE OPERATION!

THE AGITATED GENTLEMAN IS THE MASTERMIND BEHIND THIS LESS THAN REPUTABLE ENTERPRISE. AS HE WATCHES THE ACTION UNFOLD ON THE CLOSED CIRCUIT SCREEN BEFORE HIM, HE IS LESS THAN PLEASED.

WHAT HE SEES IS THE DISMANTLING OF HIS WELL-LAID SCHEMES BY ONE MAN.

ONE MAN, YES... BUT ONE POSSESSED OF THE PROPORTION-ATE POWER OF A SPIDER...

...AND ENSNARING WEB-SHOOTERS OF HIS OWN DESIGN--

THWIP

--A SPIDER-MAN!

MY SPIDER-SENSE-- TINGLING-- WARNING ME OF--

SHRRRRRRKTTT

"--DANGER!"

MACHINE-GUN... SYNCHRO-MESHED TO A CLOSED-CIRCUIT TV CAMERA--TRACKING MY EVERY MOVE!

WELL, WHOEVER'S MONITORING ME JUST MADE A FUNDAMENTAL MISTAKE!

BRRATA

BRRATA

I ALWAYS OUTDO MYSELF WHEN I KNOW I'M ON PRIME-TIME!

COMFORTABLE, CHUCKLES? GOT A GOOD SEAT?

DON'T SWITCH CHANNELS ON ME, HEAR'?

I WOULDN'T WANT YOU TO MISS WHAT'S COMING NEXT!

SPIDER-MAN'S OFF THE SCREEN! WHERE--??

CLIKLIKLIKLIK

SURPRISE! I JUST DUCKED BEHIND YOUR PEEPER--SO I COULD SNEAK UP, AND PULL THE CORK OUT OF YOUR LITTLE POPGUN!

GGARUNK POW

NOW FOR TONIGHT'S MORAL...

REMEMBER: THE WEED OF CRIME BEARS BITTER FRUIT!

TRITE BUT TRUE!

TH-TH-TH-TH-THAT'S ALL FOLKS!

A THICK COATING OF SPIDER-MAN'S AMAZING WEB-FLUID, AND THE TRANSMISSION GOES BLACK.

IT APPEARS YOUR SHOW HAS BEEN CANCELLED, MR. GILBERT. INEVITABLE ...GIVEN ITS MEDIOCRE CONCEPTION.

I DIDN'T PLAN ON SPIDER-MAN--!

IN OUR BUSINESS, MR. GILBERT, ONE MUST *ALWAYS* PLAN ON SPIDER-MAN.

TAKE IT FROM... THE *KING-PIN!*

=TSK-TSK= IN ONE EVENING, ALL YOUR HOURS OF PLANNING HAVE BEEN RENDERED MOOT. AND THE COST OF FAILURE...

COME, MR. GILBERT-- WE'LL DISCUSS THIS IN THE GYM.

MY GUN--!

IT WILL BE GIVEN A GOOD HOME, MR. GILBERT.

AFTER ALL, YOU WON'T HAVE ANY FURTHER USE FOR IT.

KINGPIN, LISTEN, I KNOW I MADE A MISTAKE, BUT ONE FAILURE DOESN'T MEAN--

TWO FAILURES, MR. GILBERT.

T-TWO?

MILTON FARR WAS KIDNAPPED TONIGHT, MR. GILBERT.

YOU WERE ASSIGNED TO PLAY OUR "FARR CARD"-- ONLY IT SEEMS HE PLAYED YOU...

...SECURING AS MUCH INFORMATION ABOUT *MY* DEALINGS FROM YOU AS YOU PROCURED ABOUT *HIS* DEALINGS FROM HIM.

I DO NOT LIKE OUTSIDERS KNOWING ABOUT MY BUSINESS, MR. GILBERT.

YOUR NEGLIGENCE MUST BE... PUNISHED.

THUS, THE VALUABLES YOU WERE ATTEMPTING TO FENCE--

--HAVE ALREADY BEEN DOCTORED SO THAT THE POLICE CAN TRACE THEM TO YOU.

NO WAY, KINGPIN! I KNOW TOO MUCH ABOUT YOUR SO-CALLED "BUSINESS!"

IF I'M TAKING THE FALL, YOU'RE GOING DOWN WITH ME!

WITH AN ANNOYED SIGH, THE KINGPIN CEASES HIS EXERCISES, RISES, AND ADVANCES ON HIS UNDERLING...

THUD KRAK AEIIIEE

HOLY--!

KINGPIN, WHAT--?!

AN UNFORTUNATE ACCIDENT. MR. GILBERT SEEMS TO HAVE FALLEN... AND BROKEN BOTH HIS LEGS.

CARRY HIM OUT.

I MUST ATTEND TO... MY BUSINESS.

MEANWHILE, HAVING DELIVERED FILM OF SPIDER-MAN IN ACTION TO THE DAILY BUGLE, PETER PARKER RACES TO KEEP ANOTHER APPOINTMENT...

THE MOMENT OF TRUTH IS HERE. I'VE BEEN ALTERNATELY LOOKING FORWARD TO AND DREADING IT...

...BUT NOW IT LOOKS LIKE THERE'S NO WAY I CAN AVOID--

--MIDTOWN HIGH SCHOOL'S PRE-REUNION BASH!

HI. I'M LOOKING FOR...

PHONE

I KNOW. THE PARTY. STRAIGHT AHEAD. THE PALM ROOM.

"PALM ROOM?" YUCH! THIS IS THE KIND OF PLACE YOU'D EXPECT TO FIND SOMEBODY'S PARENTS!

HAVE WE ALL BECOME SO OLD...SO FAST?

WELL, MAYBE I WON'T HAVE TO STAY TOO LONG. I DON'T SEE ANYBODY I KNOW...

LOOK! THERE HE IS!

HUH--?

MID HIGH PRE-UNION

PETER! OH, GOODY-- YOU CAME!

MMMMFF! LIZ! HARRY!

GLAD TO SEE YOU, OLD BUDDY! I'M NOT A MID-TOWN HIGH ALUMNUS...

BUT SPOUSES *ARE* INVITED.

AND KIDS?

LITTLE HARRY, JR.'S HERE IN SPIRIT, PETEY-O!

BABY

HARRY MEANS... LITTLE LIZ!

WELL, YOU'RE LOOKING GREAT, LIZ.

IT'S THAT GLOW ALL EXPECTANT MOTHERS GET, PETER.

SAY, AREN'T YOU HARRY OSBORN--OF OSBORN INDUSTRIES?

THAT'S RIGHT.

I'M A SHARE-HOLDER. WHAT'S THE STORY REGARDING THESE BREAK-INS...*

BABY

LIZ, I'M GONNA MINGLE. CATCH YOU LATER.

*SEE CURRENT ISSUES OF *AMAZING SPIDER-MAN*--DANNY.

I USED TO HAVE QUITE A CRUSH ON PETER PARKER BACK WHEN I WAS JUST A SILLY SCHOOL-GIRL AND HE WAS THE SMART-EST BOY IN CLASS.

NOW I HEAR HE'S DROPPED OUT OF GRADUATE SCHOOL.

WE'RE ALL MYSTIFIED...

I GUESS...

...WE ALL CHANGE. LIZ HAS GROWN MORE BEAUTIFUL WITH MATURITY. MARRIED LIFE SEEMS TO SUIT HER.

I'M GLAD SHE'S HAPPY. SHE'S HAD SOME ROUGH TIMES.

I WONDER IF TIME'S BEEN AS KIND TO THE REST OF OUR CLASS?

HEY! THERE'S PUNY PARKER-- ONLY HE DOESN'T LOOK SO PUNY ANYMORE!

PARKER? I DON'T REMEMBER ANY PARKER IN OUR CLASS!

THAT'S BECAUSE YOU WERE HARDLY EVER *IN* CLASS, CLYDE.

WAIT! I REMEMBER 'IM NOW! MY TEACHERS WERE ALWAYS SAYIN', "WHY CAN'T YOU BE MORE LIKE PETER PARKER?"

THAT'S THE ONE, CLYDE!

BARRY? BARRY HAPGOOD?

THE SAME! THE SHOP CLASS CUT-UP. AND THE FUNNIEST JOKE IS-- NOW I'M AN ELECTRONICS ENGINEER! BUT *YOU* WERE THE REAL SCIENCE WHIZ, BUDDY! WON A NOBEL PRIZE FOR PHYSICS YET?

UH, WELL, NO. ACTUALLY, I TAKE PICTURES FOR THE *DAILY BUGLE* NOW.

YOU'RE STILL AT THAT?!

SOUNDS PRETTY RISKY FOR A GUY WHO USED TO BE THE CLASS WIMP!

SOUNDS EXCITING-- GLAMOROUS --TO ME!

I'VE SEEN YOUR BYLINE! YOUR PICTURES ARE GREAT, PETE!

MOST ARE OF *SPIDER-MAN*, RIGHT? WOW! DO YOU EVER, LIKE, TALK TO HIM?

THINK YOU CAN GET ME A JOB, PETE? I MAJORED IN JOURNALISM, BUT I NEVER GOT A BREAK LIKE YOU DID.

GEE, I USED TO THINK THESE GUYS HAD IT ALL-- AND THAT I WAS A NERD! NOW THEY SEEM TO ADMIRE WHAT *I'VE* BECOME...

HEY, PETE -- MAYBE YOU'D BETTER WATCH OUT! HERE COMES *FLASH THOMPSON!*

YOU KNOW HOW HE USED TO MAKE LIFE MISERABLE FOR YOU IN SCHOOL!

THOSE WERE THE OLD DAYS, BARRY. TODAY FLASH AND I...

...ARE THE BEST OF FRIENDS! HOW'RE YA DOIN', PETE?

THIS I DO NOT BELIEVE!

*BIG MAN ON CAMPUS--DANNY.

A TRUCE BETWEEN THE EGGHEAD AND THE B.M.O.C.!*

HOW HAVE YOU BEEN, FLASH? LAST TIME I SAW YOU AND SHA SHAN, YOU BOTH SEEMED UPSET...*

WE'RE HAVING... PROBLEMS, PETE. IN FACT, THAT'S ONE REASON I DECIDED TO COME TO THE REUNION.

*SPECTACULAR SPIDER-MAN #85 -- DANNY.

I'D FIGURED I'D FIND *YOU* HERE AND, WELL, I FIGURED MAYBE WE COULD FIND A QUIET SPOT TO TALK IN FOR A WHILE.

SURE FLASH. WHY DON'T WE GO OVER TO A TABLE AND--

SAY HEY! FLASHEROO... AND PARKER, TOO!

OH, NO!

IT'S *LOUIE MINELLI*?

SAY HEY, CLASSMATES! I SEE YOU REMEMBER ME!

'COURSE YOU DO! HOW COULD ANYONE FORGET--

--THE DUDE THE ENTIRE GRADUATING CLASS VOTED "MOST LIKELY TO SUCCEED?!"

AND SUCCEED I HAVE, MY FRIENDS! SOLD MORE INSURANCE THAN ANY AGENT ON THE EAST COAST LAST MONTH! GOT A PLAQUE TO PROVE IT. YESSIR, I'VE GOT A DYNAMITE HOUSE, THREE CARS, A YACHT...

OH, BROTHER!

SAY HEY, PETE, MY MAN-- CAN I INTEREST YOU IN A LITTLE COMPREHENSIVE LIFE POLICY? HOW ABOUT TERM? I CAN DISCOUNT IT FOR YA! SEE, IF I SELL OVER QUOTA THIS MONTH, I PICK UP ON A CADILLAC AS A BONUS...

UH, PETE-- I'LL TALK TO YOU LATER.

FLASH! WAIT!

THOMPSON THINK HE'S TOO TOUGH TO NEED INSURANCE? HE ALWAYS DID HAVE MUSCLES IN PLACE OF BRAINS!

BUT *YOU'RE* SMART, PARKER! I'LL GO DIG OUT SOME BROCHURES FOR YOU.

YOU NEVER KNOW WHEN YOU'LL NEED PROTECTION!

UH, SURE, LOUIE--SURE! TAKE YOUR TIME.

GOSH, WHAT A SHARK! AND HE'S DRIVEN FLASH OFF...

HEY, PETER PARKER!

HUH? WHO--?

C'MON! YOU MEAN TO TELL ME YOU'VE FORGOTTEN STANLEY STACKMEYER?

YOUR DRINK, STANLEY!

THANKS, HONEY! WANT ONE, PETE?

NO, I... *YOU'RE* STANLEY STACKMEYER?!

THAT'S ME! CLASS DRIP! HEY, I REMEMBER BEING EVEN LOWER DOWN ON THE OL' TOTEM POLE THAN YOU, PARKER--AND THAT'S PRETTY LOW!

BUT THEN MY SKIN CLEARED UP, I CAPPED MY TEETH, FIXED MY NOSE, LEARNED SELF-HYPNOSIS... AND MET MOIRA HERE!

STANLEY, I STILL CAN'T BELIEVE THOSE STORIES ABOUT WHAT A LOSER YOU USED TO BE!

YOU'RE SURE MY DREAM-BOAT NOW!

AND SO PETER PARKER'S MEMORIES UNDERGO REVISION AS HE PASSES FROM CLASSMATE TO CLASSMATE, FACE TO FACE...

I DO MISS ACTING, BUT THE KIDS ARE A BLESSING...

I HATE KIDS! I LIVE TO DANCE!

MY NEW NOVEL'S ALREADY BEEN FAVORABLY RECEIVED...

YEAH.

THINGS CHANGE.

TRUE. BUT SOME THINGS...

KICK ME

...ALWAYS REMAIN THE SAME.

WAP

KICK ME!

I'M GLAD I CAME. WHOEVER I AM NOW--WHATEVER I'VE BECOME --MY ROOTS ARE HERE.

ROOTS. THEY'RE IMPORTANT...

RIGHT! I CAME BACK IN SEARCH OF MY ROOTS, TOO--ONLY A TREE SURGEON GOT TO 'EM FIRST!

HEY! C. J. VOGEL!

STILL LAUGHIN' AT YOUR OWN JOKES, MAN?

SURE AM, JOSE--ONLY NOW I'M GETTIN' PAID TO WRITE 'EM!

YOU'RE TALKIN' TO THE HOTTEST COMEDY WRITER ON THE SCENE RIGHT NOW!

IN FACT, I'M IN TOWN TO SIGN A CONTRACT THAT'LL MAKE ME SO HOT... I'LL HAVE TO WEAR ASBESTOS SOCKS!

C. J. VOGEL! HE STILL HAS THE ABILITY TO DRAW A CROWD!

BOY! THERE WAS A TIME WHEN I USED TO ENVY HIM!

MEMORIES...

C'MON, PARKER! FIGHT!

SISSY!

HIT HIM AGAIN, ERNIE!

PL-PLEASE--!

ONE OF HIGH SCHOOL'S LESS PLEASANT MOMENTS FOR PETER PARKER. A NOT ATYPICAL MOMENT.

MY GLASSES--!

HEY, GUYS! CAN I PLAY?

THE VOICE WAS FAMILIAR.

WAS C. J. GOING TO JOIN IN ON THE "EGG-HEAD-THRASHING," TOO?

LISTEN, WHY BEAT UP AN EGGHEAD? YOU'LL ONLY BE KNOWN AS EGG-BEATERS!

THAT'S A YOKE!

WHY NOT LET PARKER "SCRAMBLE" OFF?

WITH JOKE AFTER JOKE FIRED OFF WITH MACHINE-GUN LIKE RAPIDITY, C. J. ENTERTAINED PETE'S ASSAILANTS.

SOON, THEY WERE ALL LAUGHING SO HARD THAT THEY COMPLETELY FORGOT ABOUT TORMENTING THE LONELY SCIENCE MAJOR.

C. J., I-I DON'T KNOW HOW TO THANK YOU!

FORGET IT, PARKER! WE FOUR-EYES HAVE GOTTA STICK TOGETHER!

QUEENS DRA

IRE

ROLLING

I NEVER FORGOT C. J.-- OR HIS JOKES! THERE'S STILL TIMES I THINK OF HIM--

--WHEN, AS *SPIDER-MAN*, I WISECRACK MY WAY THROUGH DANGER!

AND, SPEAKING OF MY WEB-SLINGING ALTER-EGO...

MOMENTS LATER, ON THE REUNION HALL ROOF...

THE GET-TOGETHER TURNED OUT TO BE A GAS--

--BUT I'VE GOT WORK TO DO IF I WANT TO ATTEND THE *ACTUAL* REUNION LATER THIS WEEK!

AND WORK MEANS TAKING PICTURES OF *ME* IN *ACTION*--

--AS THE SPECTACULAR *SPIDER-MAN!*

BUT NO SOONER IS THE AMAZING ARACHNID READY TO LEAP INTO THE NIGHT, THAN HE HEARS...

VOICES!

VOICES THAT BELONG TO A PAIR OF HIS HIGH SCHOOL CLASSMATES--C. J. VOGEL AND LOUIE MINELLI...

HOW'S THE WRITING COMING, C. J.?

FINE, LOUIE. WHY?

OH, I WAS JUST WONDERING IF YOU'D HEARD FROM ANOTHER WRITER FRIEND OF OURS LATELY.

I'M TALKING ABOUT... *REMINGTON COLT!*

WH-WHAT DO YOU KNOW ABOUT REMINGTON COLT, MINELLI??

PLENTY, MR. HOTSHOT COMEDY WRITER!

AND IF YOU WANT TO KNOW WHAT I KNOW--GIMME A CALL!

A CARD CHANGES HANDS.

LAST YEAR'S MODEL CADILLAC DRIVES OFF.

AND A GROWN MAN STANDS AND CRIES.

WHOEVER REMINGTON COLT IS, HIS NAME SURE HAD A SOBERING EFFECT ON POOR C. J.!

PETER PARKER OWES HIM A LONGSTANDING DEBT.

MAYBE SPIDER-MAN CAN REPAY IT.

DAILY BUGLE

HI, NED--BETTY! GOT A MINUTE TO PLAY "20 QUESTIONS?"

SURE, PETE! A REPORTER CAN GET TIRED OF JUST ASKING QUESTIONS ALL THE TIME. SHOOT.

OKAY. HAVE EITHER OF YOU EVER HEARD OF A WRITER BY THE NAME OF... REMINGTON COLT?

SURE-- ALL OF THEM! "REMINGTON COLT" IS A PSEUDONYM, PETE--A HOUSE NAME USED BY STAFF WRITERS AT MILTON FARR'S PUBLISHING COMPANY.

LOTS OF WRITERS HAVE BEEN "REMINGTON COLT" OVER THE YEARS--

--THOUGH I'M SURE FEW OF THEM WOULD BE TOO THRILLED TO HAVE TO ADMIT IT NOW.

YOU SEE, THE STORIES FARR PUBLISHED UNDER THE COLT NAME WERE PRETTY RAUNCHY...

...SOME SO BAD THAT I HEAR THEY WERE EVEN BANNED IN TIJUANA!

MILTON FARR'S NAME CAME UP AT TODAY'S EDITORIAL CONFERENCE, PETE.

IN WHAT CONTEXT, BETTY?

HE'S *DISAPPEARED*, PETE! THE POLICE SUSPECT HE WAS *KIDNAPPED*--

--*BY THE MOB!*

LATER...

JUST WHAT DO YOU WANT FROM ME, MINELLI?

I JUST WANT TO MEET WITH YOU, C. J. -- TALK ABOUT YOUR FUTURE!

MY... FUTURE?

SURE! I HEARD ABOUT THAT NEW CONTRACT YOU'RE GONNA SIGN!

FOR THE CHILDREN'S TELEVISION SHOW I'VE DEVELOPED--?

SEE YOU LATER, C. J.!

THE CONVERSATION ENDS...

WHY DID THIS HAVE TO HAPPEN TO *ME*-- AND *NOW!*

GOTTA CALM DOWN! LOUIE PROBABLY JUST WANTS MONEY! I CAN BUY HIM OFF!

EH? SOMEONE AT THE WINDOW--?!

GEEZ! I'M SO SCARED I'M-- STARTING TO SUSPECT PIGEONS!

BUT WHAT ARE YOU SCARED *OF*, C. J.?

ELSEWHERE...

WE'VE BEEN AT THIS TWO DAYS, FARR! TALK! SPARE YOURSELF THE PAIN!

I GOT NOTHIN' T' SAY...!

SPAK

YOU'VE GOT A *LOT* TO TALK ABOUT, FARR--YOU'RE JUST BEING STUBBORN!

I'LL BE DEAD IF I SPILL WHAT I KNOW ABOUT THE *KINGPIN!*

YOU'LL BE DEAD IF YOU *DON'T*, OLD MAN!

THE "PERSUASION" CONTINUES.

THE NEXT DAY, ON THE WATERFRONT...

YOU DON'T WANT MONEY, LOUIE?? YOU JUST WANT ME TO DELIVER THIS PACKAGE?!

...AND I'LL FORGET THAT I EVER HAPPENED TO HEAR ABOUT "REMINGTON COLT!"

THAT'S RIGHT, C. J. --JUST A LITTLE ERRAND...

WHAT GUARANTEE HAVE I GOT?

TAXI

HOW ABOUT THE *WORD* OF AN OLD CLASSMATE?

I ♥ NY

I-I GUESS THAT'LL HAVE TO DO!

PLEASE, PACKAGE-- DON'T *EXPLODE!*

WAIT'LL THE *KINGPIN* HEARS WHAT I FIGURED OUT, ALL ON MY *OWN*, TO DO FOR 'IM!

HE'S GONNA MAKE ME A RICH MAN FOR *SURE!*

C. J. VOGEL DEPARTS FROM LOUIE MINELLI, NERVOUSLY TRYING TO REMEMBER HIS INSTRUCTIONS.

MY LORD, WHAT IF I'M DELIVERING NARCOTICS?!

HE DOES NOT SEE THE THREE FIGURES THAT JOIN MINELLI...

... NOR THAT THESE THREE MEN FOLLOW HIM FROM A DISTANCE.

THEY ARE WAITING FOR C.J. VOGEL TO BE ADMITTED TO THE WAREHOUSE LOUIE HAS DIRECTED HIM TO. THEY ARE WAITING TO SPRING A TRAP ON THE OCCUPANTS OF THAT WAREHOUSE.

IF THEY ARE SUCCESSFUL, LOUIE MINELLI KNOWS HE WILL HAVE SUCCEEDED NOT MERELY IN THE VICTIMIZATION OF HIS FORMER CLASSMATE...

... BUT, MORE IMPORTANTLY, IN ELEVATING HIMSELF IN THE EYES OF HIS REAL EMPLOYER... THE KINGPIN OF CRIME!

CAMERA READY, JERRY?

READY.

OVERSEAS

REHOUSE

SOON...

KNOK KNOK

HEY THERE'S SOME GUY HERE--

--WHO SAYS HE'S GOT A PACKAGE FROM LOUIE!

INVITE HIM IN, ACE!

C'MERE, CREEP!

B-BUT--!

K L I K

MINOLA

GOT IT!

INSIDE...

HEY, PALLY-- WE DON'T *KNOW* NO LOUIE!

WHAT'S THE SCAM, BUB?

WE'RE ALL EARS, FAT BOY!

OH, NO! OH, NO!

HE'S TREMBLIN', TRIGGER! MAYBE HE BROUGHT US A BOMB--?

WHAT ABOUT IT, FAT BOY? YOU DELIVERED THIS LITTLE PRESENT... YOU *OPEN* IT!

ME...?

OH, GOD

C. J.'S RAPIER WIT DESERTS HIM...

...AS HIS FUMBLING FINGERS TEAR OFF THE WRAPPING, TO REVEAL...

MONEY!--

--LOOK! I WAS CARRYING MONEY!!!

BUT WHY WOULD ANY-ONE SEND US A BOX FULL OF LONG GREEN--?

SOME-ONE DIDN'T.

C. J. WAS SO FRIGHTENED, HE FORGOT TO LOOK BENEATH THE TOP LAYER OF GREENBACKS... TO WHERE THE **BOMB** LAY HIDDEN.

=KOFF-KOFF= *GAS!!!*

THE FAT LITTLE CREEP TRICKED US!

OUTSIDE...

MOVE IN, BOYS!

WE'RE MOVIN'!

REMEMBER WHAT LOUIE SAID! KEEP SHOOTIN'!

PWOOF

I REMEMBER.

EXCUSE ME!

HUH?

HAVE YOU CHECKED YOUR LIGHT-METER LATELY?

NO? TOO BAD! I THINK IT'S ON THE BLINK!

WHA--?! *HEY!!!*

SPOK

WHILE...

SWOK! SPAK!

≡KOFF-KOFF≡ WHO THE--?!

SO MUCH FOR THESE YO-YOS! NOW LET'S FIND *FARR* AN' BEAT IT OUTTA HERE!

I AIN'T SEEN HIM, JERRY! MAYBE THIS AIN'T WHERE THEY'RE KEEPIN' HIM!

IT'S GOTTA BE! LOUIE SAID SO! HEY! LOOK THERE! SOMEONE'S MOVIN' THROUGH THE *KNOCKOUT GAS!*

SOMEONE, INDEED!

SKAPOW!

GEEZ!

I'M GETTIN' OUTTA HERE! LOUIE DIDN'T PAY US TO DEAL WITH *HIM*!

AND JUST WHAT *DID* LOUIE PAY YOU FOR, BRIGHT-EYES?

I AIN'T TALKIN'--!

THEN BREATHE DEEP, AND TAKE A NAP, SUCKER! I'LL GET MY ANSWER--

"--FROM YOUR BUDDY BOY!"

CAN'T FIGHT SPIDER-MAN! GOTTA GET AWAY!

THWIP!

SURPRISE, SPEEDY!

LOOKS LIKE YOU'RE STUCK WITH ME!

Y-YOU AIN'T GETTIN' NOTHIN' OUTTA ME, WALL-CRAWLER!

OH, ANOTHER SILENT SAM? WELL, IT'S YOUR DECISION--

--BUT I SUGGEST YOU SLEEP ON IT! SWEET DREAMS!

SECONDS LATER, HIS INCREDIBLE SPIDER-SENSE GUIDING HIM THROUGH THE GAS...

...THE AMAZING SPIDER-MAN--CARRYING A SLEEPING C. J. VOGEL--LEAVES THE SCENE.

WREE-OOOO

LET'S LET THE POLICE SORT OUT THAT MESS BELOW, SHALL WE, C. J.?

MEANWHILE, YOU AND I WILL GO SOMEPLACE WHERE WE CAN TALK UNDISTURBED!

C. J. REMAINS SENSELESS AS HE IS BORNE ON A SLENDER WEB-LINE THROUGH THE NIGHT.

PERHAPS IN THAT HE IS FORTUNATE, FOR FEW MEN CAN BRAVE SUCH TRAVEL AS WELL AS HIS ARACHNID SAVIOR.

IT IS SOME HOURS LATER WHEN THE GAS FINALLY WEARS OFF...

OHHH! FEEL SICK!

HAVE SOME BROTH, C. J.. YOU LOOK LIKE YOU NEED IT.

WH- WHO--?

YOU?!!

YEP. ME. PETER PARKER.

I WAS ON ASSIGNMENT DOWN ON THE DOCKS --SAW SPIDER-MAN BUST UP A GANG WAR-- LOOKED AROUND... AND FOUND *YOU!*

Y-YEAH? HEH-HEH!

A FUNNY THING HAPPENED TO ME ON THE WAY HOME FROM THE PARTY.

NOT SO FUNNY, C. J. ...

ONE OF THE THUGS SPIDER-MAN HAD BEEN TAILING WAS TAKING PICTURES. *THESE* PICTURES, SPIDER-MAN GAVE 'EM TO ME.

YOU WERE BEING DELIBERATELY SET UP.

WHY? WHAT ARE YOU DOING MIXED UP WITH MOBSTERS? WHAT DO THEY HAVE ON YOU? AND WHY DID THEY NEED MORE?

I...I ONCE WROTE FOR THIS PUBLISHER, MILTON FARR, UNDER THE PSEUDONYM *"REMINGTON COLT."* THE STUFF WAS OF LESS THAN REPUTABLE QUALITY.

IT WAS FAST, EASY MONEY!

BUT LOUIE MINELLI FOUND OUT ABOUT IT...AND THREATENED TO REVEAL MY SECRET IF I DIDN'T DELIVER THAT PACKAGE FOR HIM. I HAD NO CHOICE.

YOU SEE, I'M ABOUT TO MAKE REALLY BIG DOUGH WRITING THIS NEW KIDS' TV SHOW. IF WORD GOT OUT THAT I WROTE THAT SLEAZY "REMINGTON COLT" STUFF--

--NO KIDS' SHOW! AND THE PHOTO-SETUP WAS INSURANCE... IN CASE THE "COLT" PLAN BACK-FIRED! BUT HOW'D LOUIE FIND OUT ABOUT YOUR PAST?

I-I DON'T KNOW! IT WAS A SECRET BETWEEN ME AND MILTON FARR!

MAYBE THAT EXPLAINS IT. FARR WAS KIDNAPPED YESTERDAY.

OH, NO!

PETE--

"--I REMEMBER A CONVERSATION I ONCE HAD WITH FARR WHEN I WAS WORKING FOR HIM. WHAT HE TOLD ME THEN MUST BE WHY HE WAS KIDNAPPED!"

THE *KINGPIN* HAS ME, BUT *I* HAVE THE KINGPIN!

I-I GUESS OLD MAN FARR WAS WRONG...

I'M NOT SO SURE, THERE SEEM TO BE *TWO* RIVAL GANGS INVOLVED IN THIS--

--AND BOTH SEEM TOO INEPT TO BE WORKING FOR THE KINGPIN OF CRIME!

DOES IT MATTER? WHOEVER'S GOT FARR'LL GET HIS RECORDS!

"THE OLD MAN HID 'EM IN A FLOOR SAFE!

"I SAW HIM STASH 'EM THERE ONCE WHEN HE DIDN'T KNOW I WAS WATCHING!"

MY "LITERARY" PAST MUST BE IN THAT SAFE, PETE!

IF IT'S REVEALED, I'M THROUGH!

I HAVE SOME FRIENDS, C. J.

MAYBE THEY CAN HELP.

YOU'VE HELPED A LOT BY PULLING MY FAT OUT OF THE FIRE TONIGHT, PETE. YOU AND SPIDER-MAN.

I... APPRECIATE THAT--REALLY. BUT THIS IS *MY* DISASTER.

THANKS. SEE YA IN THE FUNNY PAPERS.

I STILL OWE YOU, C.J.! AND IF YOU WON'T LET PETER PARKER HELP YOU...

WELL, THERE'S NO WAY YOU CAN STOP... *SPIDER-MAN!*

OUTSIDE...

IT SURE WAS DECENT OF PETER PARKER TO WANT TO HELP ME--

HEY! WAIT A MINUTE--

--PARKER'S A NEWS-HOUND! HE PROBABLY JUST SMELLED A STORY!

SURE! HE'LL PROBABLY TELL HIS EDITORS THAT I WAS ONCE REMINGTON COLT?

I CAN'T TAKE A CHANCE ON TRUSTING HIM! HE'D NEED PROOF TO BETRAY ME--AS WOULD ANYBODY ELSE OUT TO GET ME--

--AND THE PROOF'S ALL IN MILTON FARR'S *SAFE!*

ELSEWHERE...

'KAY. 'NUFF. I'LL TALK!

ABOUT THE KINGPIN, FARR-- WHERE DO YOU KEEP YOUR DOPE ON THE KINGPIN?

SAFE.

A SAFE? WHERE?

HIDDEN. OFFICE.

WE SEARCHED YOUR OFFICE, FARR!

I SAID... HIDDEN!

SHOW US!

FARR DOES.

ART FILE

FLOOR

SAFE

HERE.

FARR'S OFFICE IS DOWN NEAR UNION SQUARE!

IF HIS SAFE'S STILL THERE, MAYBE I CAN SAVE C. J.'S REPUTATION--

--AND REPAY PETER PARKER'S OLD DEBT!

BLAST!

THINGS ARE ALL GOIN' WRONG! MY BOYS HAVE BEEN NABBED! I STILL HAVEN'T FOUND FARR!

VOGEL'S MY ONLY CARD NOW! MAYBE I CAN STILL SHAKE HIM DOWN...!

MILTON FARR

LOUIE MINELLI LEAVES TO DO JUST THAT, WHILE SEVERAL STORIES ABOVE HIM...

...THE AMAZING SPIDER-MAN MAKES A RATHER UN-ORTHODOX ENTRANCE INTO THE OFFICES OF MILTON FARR PUBLISHING...

BOY!

LOOKS LIKE THIS PLACE WAS STRUCK BY A TORNADO!

HARD TO SEE HOW ANYONE COULD HAVE MISSED ANYTHING--

--UNLESS THEY DIDN'T THINK TO LOOK BELOW A 300-POUND ART FILE!

RIGHT-EE-O!

FARR'S FLOOR SAFE--

--JUST WHERE C.J. SAID IT WOULD BE!

THOSE STUDS MUST BE THE COMBINATION LOCK. I'M NO LOCKSMITH--

--BUT THERE ARE OTHER WAYS...!

KRAK

YES, INDEED!

MILTON FARR'S SECRET FILES...

...CONTAIN FAR MORE THAN JUST THE NAMES OF ALL THE WRITERS WRITING UNDER THE PSEUDONYM OF "REMINGTON COLT."

OH, LOOK WHAT ELSE IS HERE!

I CAN SEE WHY C.J. WOULD BE EMBARRASSED IF IT GOT OUT THAT HE WROTE THIS SLEAZE.

THE SHOCKING TRUTH ABOUT HITER'S SECRET HAREM! by REMINGTON COLT

I MARRIED THE MARQUIS DeSADE--A TRUE TALE OF REINCARNATION! by REMINGTON COLT

VOUCHER #25

C.J. VOGEL

NAME MARQUIS

SO I'LL JUST *TAKE* THE *COLT FILE* --A PRESENT FOR AN OLD FRIEND--

--AND THEN CALL THE POLICE TO TELL THEM ABOUT ALL THE DOPE ON THE *KINGPIN* HIDDEN AWAY IN FARR'S SAFE!

AN ANONYMOUS TIP'LL DO A LOT MORE GOOD THAN SPIDER-MAN JUST BRINGING THE FILES IN.

OOPS! I WON'T BE CALLING FROM *THIS* PHONE!

WELL, HERE I AM, THE HERO OF MILLIONS, REDUCED TO LOOKING FOR A PHONE BOOTH IN THE RAIN!

AH, THE CRUELTY OF LIFE!

BUT, EVEN AS THE SPECTACULAR SPIDER-MAN SWINGS AWAY FROM THE OFFICES OF MILTON FARR...

PUFF PUFF! I MADE IT!

LORD! THE PLACE LOOKS LIKE A BOMB HIT IT!

SURE! WHOEVER KIDNAPPED OLD MAN FARR PROBABLY SEARCHED FOR HIS SECRET FILES!

BUT ONLY HE AND I KNEW WHERE THEY WERE HIDDEN--AND THE FILE CABINET DOESN'T APPEAR TO HAVE BEEN MOVED!

WITH MORE STRENGTH THAN HE KNEW HE HAD, C.J. SLOWLY SLIDES THE MASSIVE ART FILE ASIDE.

THANK HEAVEN!

THE SAFE'S STILL HERE! I'M SAVED!

ONE WRONG MOVE, C.J.--AND YOU'RE DEAD!

LOUIE!!!

THE SAME, FUNNY MAN! ALL RIGHT, CLASSMATE--HAND THE SAFE OVER, NICE AND SLOW!

ELSEWHERE...

...SO YOU WANT ME TO PLACE THREE TO WIN AND FIVE TO SHOW ON THE FOURTH AT AQUEDUCT?

Phone

MENU

EXCUSE ME...

Phone

MENU

WHO THE--? SPIDER-MAN!

I JUST THOUGHT I'D INFORM YOU THAT BOOK-MAKING IS ILLEGAL IN THIS STATE--

--AND THAT I NEED THIS PHONE TO CALL THE POLICE.

BYE. NICE CHATTING WITH YOU.

Phone

MENU

MEANWHILE...

I SAW YOU ON THE WAY HERE WHILE I WAS OUT ***LOOK-ING*** FOR YOU! I FIGURED YOU MIGHT LEAD ME TO SOMETHING, SO I TURNED AROUND AND FOLLOWED YOU. I WAS RIGHT.

YOU'RE A REAL STOOGE, C.J.! THE ONLY ***PROOF*** THAT YOU WERE ONCE "REMINGTON COLT" WAS IN FARR'S SAFE-- AND YOU LED ME RIGHT TO IT!

BUT YOU ***KNEW***, LOUIE! HOW COULD YOU HAVE KNOWN UNLESS YOU'D SEEN THE FILES!!?

I'D SEEN 'EM BUT I NEVER KNEW WHERE HE HID 'EM. DON'T YA SEE? THERE WERE ***DOZENS*** OF "REMINGTON COLTS"!

WHEN ***YOU*** LEFT, FARR HIRED A NEW ONE-- ***ME!*** ONLY I WAS NEVER AS GOOD-- AN' THE OLD MAN ALWAYS COMPARED ME TO YOU!

SO I MOVED INTO MORE LUCRATIVE FIELDS... BUT I NEVER FORGOT!

...AND TO GET MYSELF IN GOOD WITH THE ***KINGPIN***--

AND WHEN THE CHANCE CAME TO SHAKE DOWN AN OLD HIGH SCHOOL CHUM...

SUDDENLY--

BLAM

OMIGOSH!

I BEEN SHOT!!

I WOULD HAVE OFFERED LOUIE ANYTHING FOR THE FILES IN FARR'S SAFE--

--BUT HERE'S MY CHANCE TO ***TAKE*** THEM!

K-LUNK

BUT, BEFORE C.J. CAN GET AWAY...

H'LO, LOUIE.

CUTE TRICK YOU PULLED WITH THAT GAS-ATTACK.

YOUR COURIER HERE DID A GOOD JOB.

DIDN'T GET YOU FARR, THOUGH--PARDON THE PUN--OR THE DOPE ABOUT HIS SAFE.

WE GOT *THAT* OUT OF HIM--JUST BEFORE HE... EXPIRED.

NOW WE WANT WHATEVER FARR KNEW--

--ABOUT THE *KINGPIN!*

WE'RE GONNA MAKE THAT FAT MAN *CRAWL!*

WELL! I CAME BACK TO SNAP A FEW PIX OF THE BOYS IN BLUE "DISCOVERING" THE FILES... AND LOOK WHAT I FIND--

--A BUNCH OF CLOWNS PLAYING CAPTURE-THE-FLAG WITH THAT L'IL OL' FILE!

LOOKS LIKE IT'S UP TO *ME* TO MAKE SURE THE RIGHT FOLKS GET IT!

LATE-NIGHT EDITORIAL CONFERENCE, BOYS? MIND IF I LISTEN IN?

SPIDER-MAN!

DUCK, C.J.!

HEY! WATCH IT! THAT UNDER-ARM WEBBING'S HARD TO SEW!

BLAM

OH FUDGE! YOU TORE IT! YOU GUYS SURE KNOW HOW TO MAKE A SPIDER-MAN MAD!

SKRASH

SOON...

WELL, THAT WAS EASY! THE THUGS OUT TO GET THE KINGPIN ARE EITHER ASLEEP ON THE FIRE ESCAPE OR WEBBED-UP IN HERE...

...BUT WHERE THE HECK ARE C.J. AND LOUIE??

AND WHICH OF THEM HAS THE FILE THAT COULD PUT THE KINGPIN AWAY FOR GOOD?!

C.J.

GOTTA COMMIT MURDER!

EXIT

GOTTA DO AWAY WITH "REMINGTON COLT" ONCE AND FOR ALL!

C.J.! I WANT THAT FILE!

BLAM BLAM

GOTTA SHOOT LEFT-HANDED 'CAUSE OF MY WINGED SHOOTING ARM! KEEP MISSING!

GOTTA KILL MY PAST BEFORE IT KILLS MY FUTURE!

BAM BAM

FOURTH OF JULY'S OVER, LOUIE! LET'S COOL IT WITH THE FIREWORKS!

AW, NO!

THUS, LOUIE MINELLI'S DREAMS...

...GO UP IN FLAMES!

DON'T BOGART DAT BOTTLE, MAN!

BURN, BLAST YOU! BURN!!!

THE FLAMES RISING FROM THE OLD OIL DRUM ILLUMINATE A DESPERATELY RACING **SPIDER-MAN!**

GOTTA GET THOSE FILES!

SPIDER-MAN! LEMME OUT OF HERE!

BOOM!

WHAT CAUSED THE TRASH CAN TO EXPLODE?

A SELF-DESTRUCT MECHANISM IN MILTON FARR'S SAFE?

A BOTTLE OF GIN TOSSED IN HALF-FULL?

AN OLD, DISCARDED AEROSOL CAN?

UNNNH... SPIDER-SENSE ENABLED ME TO TWIST AWAY FROM THE BRUNT OF THE EXPLOSION.

NOW, WHAT'S LEFT OF FARR'S PAPERS...?

THE SAFE'S OKAY, BUT THE FILES--

BLAST!

I GAVE C.J. THOSE NEGATIVES, BUT HE *STILL* DIDN'T TRUST ME. I WISH HE HAD.

BUT, HE WAS SO EAGER TO PROTECT HIMSELF FROM ANYONE, INCLUDING HIS FRIENDS...

...THAT HE GAVE THE KINGPIN A NEW LEASE ON LIFE.

LATER...

...AND SO I FIGURED YOU OWED ME SOME-THING--

--LET'S SAY, FOR "SERVICES RENDERED"!

YOU ARE AUDACIOUS, MR. MINELLI.

MOST MEN WOULD THINK TWICE BEFORE UNDERTAKING A VENTURE WITHOUT THE APPROVAL OF..THE *KINGPIN!*

YEAH! I AIN'T AFRAID OF NUTHIN'!

THAT'S WHY I RUSHED BACK TO RETRIEVE OLD MAN FARR'S SAFE AND EVEN THE TRASHCAN BEFORE THE COPS COULD GET IT!

THANKS TO ME, YOU *KNOW* YOU CAN REST EASY, KINGPIN! WHATEVER DOPE FARR HAD ON YOU--

--HAS BEEN DESTROYED. YES, I SEE THAT. THANK YOU FOR SETTING MY MIND AT EASE, MR. MINELLI.

YOU SHALL RECEIVE YOUR... PROPER REWARD.

HEY! THAT'S ALL I'M ASKIN'!

I PUT IN A LOT OF WORK ON THIS DEAL!

ALL I WANT'S A FAIR SHAKE!

AND, AFTER LOUIE LEAVES...

IDIOT!

ANYTHING FARR HAD ON ME COULD NOT HAVE CAUSED MORE THAN A TEMPORARY INCON-VENIENCE!

BUT THE CONTENTS OF FARR'S SAFE COULD HAVE GIVEN ME LEVERAGE...

...OVER PEOPLE FAR *MORE IMPORTANT* THAN C.J. VOGEL.

MR. MINELLI DEPRIVED ME OF THAT LEVERAGE. SEE TO IT THAT HE RECEIVES HIS..."PROPER REWARD".

RIGHT.

MEANWHILE, THE MIDTOWN HIGH SCHOOL REUNION IS IN FULL SWING... WITH C.J. VOGEL HOLDING CENTER STAGE.

SO DID WE ALL MAKE IT HERE TONIGHT?

OR DID I STUMBLE INTO A GREY PANTHER CONVENTION BY MISTAKE?

HEY! WE'RE NOT REALLY THAT OLD--WE'RE WRINKLED FROM STAYING IN THE SHOWER TOO LONG!

SAY-- IS THAT STANLEY STACKMEYER I SEE OUT THERE? HI, STANLEY! THEY TELL ME WE USED TO BE IN THE SAME CLASS--

--BUT, AS I RECALL, YOU WERE SO LAME YOU WERE IN A CLASS BY YOURSELF!

WHATEVER LAUGHTER C.J. STARTED OUT RECEIVING...

...HAS FADED TO A MUTED MURMUR-ING.

HIS JOKES CUT AT PEOPLE WHO ARE SUPPOSED TO BE HIS FRIENDS.

THAT WASN'T FUNNY!

MAYBE SOMEBODY SHOULD TELL C.J. TO COOL IT!

WOULDN'T DO ANY GOOD! THE CREEP'S SO WRAPPED UP IN HIMSELF HE DOESN'T EVEN KNOW THE REST OF US ARE HERE!

BUT, EVENTUALLY, THE STONY SILENCE GREETING HIS JIBES DOES HAVE AN IMPACT ON C.J.

WELL, I...AH... GUESS THAT ABOUT WRAPS UP THE... SHOW?

LOUIE!

I DIDN'T THINK HE'D DARE TO SHOW UP HERE!

BUT WHAT'S IT MATTER? HE'S GOT NOTHING ON ME NOW!

STILL, BETTER SAFE THAN SORRY...!

GOING SOMEWHERE, C.J.?

HUH? OH--PETE! GOOD TO SEE YOU, KID!

BUT, LISTEN--I CAN'T STOP NOW!

I'LL GIVE YOU A CALL--FROM L.A.!

RELAX, C.J.! IF IT'S LOUIE MINELLI WHO'S GOT YOU SPOOKED, YOU CAN TAKE IT EASY!

"LOUIE WON'T BE BOTHERING YOU TONIGHT! HE'S ALREADY GOT ANOTHER APPOINTMENT...WITH THE POLICE!"

HEY! WHAT GIVES!

MILTON FARR'S DEAD, MR. MINELLI--

--AND WE FOUND YOUR FINGERPRINTS ON HIS SAFE!

SO LOUIE'S GONNA TAKE THE RAP FOR BUMPING OFF FARR!

MAYBE. I THINK LOUIE WAS SET UP... BY A MASTER. BUT NEITHER ONE OF THEM GOT... THESE.

IT'S THE "REMINGTON COLT" FILE.

I DON'T BELIEVE IT! WHEN I SAW LOUIE IN THE AUDIENCE I FIGURED HE MUST HAVE MANAGED TO SNATCH THIS OUT OF THE FIRE...

HE DIDN'T. SPIDER-MAN DID YOU A FAVOR, C.J.

HE DOESN'T DO THAT OFTEN.

YEAH? WELL I DON'T CARE IF HE NEVER GIVES ANOTHER FAVOR IN HIS LIFE! I'M COOL NOW!

HEY--NO, REALLY! THANK HIM FOR ME, WILLYA, PETE?

AND, UH--THANKS YOURSELF!

I REALIZE YOU DIDN'T GET THE STORY YOU WANTED OUT OF THIS, BUT I'LL MAKE IT UP TO YOU...!

WHAT? YOU THINK I HELPED YOU OUT--ASKED SPIDER-MAN TO LOOK OUT FOR YOU--BECAUSE I SAW THE POSSIBILITY FOR A STORY?

WELL, THE FACT THAT I WAS ONCE "REMINGTON COLT" WOULD HAVE MADE HOT COPY...!

C.J., YOU'RE PATHETIC!

HUH?!

I DIDN'T HELP YOU BECAUSE I SAW A CHANCE TO MAKE MONEY OUT OF YOUR MISERY! I HELPED BECAUSE ONCE--LONG AGO--YOU HELPED ME...

...WITHOUT BEING ASKED... WITHOUT WANTING ANYTHING FOR YOURSELF!

ALL I WAS DOING WAS TRYING TO RETURN THE FAVOR!

BUT YOU'RE NOT THE SELFLESS SAMARITAN YOU WERE BACK IN HIGH SCHOOL, C.J.!

YOU'VE SHOWN THAT NOW YOU'RE WILLING TO SACRIFICE ANY-ONE--ANYTHING--TO SAVE YOURSELF!

AND I DON'T ***OWE*** YOU ANY-THING ANYMORE!

PEOPLE CHANGE... PEOPLE GROW--SOME FOR THE BETTER, SOME FOR THE WORSE.

ONE-TIME WINNERS BECOME LOSERS--AND ONE-TIME LOSERS BECOME... THE AMAZING SPIDER-MAN!

END.

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APPROVED BY THE COMICS CODE AUTHORITY

the AMAZING SPIDER-MAN®

ONLY ONE MAN CAN SAVE SPIDER-MAN FROM THE HOBGOBLIN...

...IF THAT'S YOUR IDEA OF BEING SAVED!

SECRETS!

Presented by STAN LEE
Written by ROGER STERN
Breakdowns by JOHN ROMITA JR.
Finishes by DAN GREEN
Letters by JOE ROSEN
Colors by BOB SHAREN
Edited by DANNY FINGEROTH
Chiefed by JIM SHOOTER

IN A DARKENED COTTAGE ROOM IN THE SUBURBAN COMMUNITY OF ENGLEWOOD CLIFFS, NEW JERSEY...

WELL! HELLO, THERE!

NUTS! THOSE BLASTED SLIDING DOORS NEVER LOCK RIGHT! WHEN MY SPIDER-SENSE WARNED ME THAT SOMEONE WAS COMING IN, I WAS JUST HALF OUT OF MY COSTUME SHIRT!

DID I SHUCK IT OFF IN TIME OR--?

MMM! WHAT A DAY TO FORGET MY CONTACT LENSES!

YOU KNOW, HANDSOME, YOU'RE WORTH WEARING GLASSES FOR! I BET YOU'RE DYNAMITE WITH THE LIGHTS ON.

BUT ISN'T IT THE WRONG SEASON FOR LONGJOHNS?

ACTUALLY, THEY'RE... AH...WARM-UP PANTS, MISS--?

SHIRLEY, JUST SHIRLEY!

I'LL BET I COULD HELP YOU WARM UP, STRANGER!

GEE, THAT'S AWFULLY NICE, SHIRLEY, BUT I HAVE TO DO THIS MYSELF...ALONE!

IT'S PART OF A TOP-SECRET TRAINING PROGRAM ...YOU UNDERSTAND!

HUH? NO, I DON'T. TRAINING FOR WHAT?

THE OLYMPICS! WISH ME LUCK!

BABE, ONE OF US IS CRAZY... AND I DON'T THINK IT'S ME!

WELL, PARKER, YOU'VE CERTAINLY GOTTEN YOUR WEEKEND OFF TO A DANDY START! OH, WELL, SHIRLEY DIDN'T REALLY STRIKE ME AS BEING MY TYPE.

BESIDES, LIZ OSBORN SAID THERE'D BE LOTS OF LOVELY SINGLE LADIES AT HER HOUSE-WARMING BASH...

...AND, BOY, SHE WASN'T KIDDING!

OH, THERE YOU ARE, PETER! FOR A MINUTE, I THOUGHT YOU'D GOTTEN LOST. NICE SHIRT...

...BUT I NEVER PICTURED YOU AS THE "ANIMAL" TYPE!

ANIMAL

ME, NEITHER, LIZ. A GRAD-STUDENT BUDDY GAVE IT TO ME AS A GAG. MAN, THIS NEW PLACE OF YOURS IS SOMETHING ELSE!

CARE FOR A QUICK TOUR?

ANIMAL

SOON...

WHEN HARRY CAME INTO HIS FULL INHERITANCE, HE SAID, "LET'S SPLURGE!" SO WE DID.

IT'S TAKEN A WHILE FOR ME TO GET USED TO ALL OF THIS--

--BUT WITH A BABY ON THE WAY, YOU CAN NEVER HAVE TOO MUCH SPACE.

AH, AND HERE COMES THE LORD OF THE MANOR NOW! HE'S BEEN THE HIT OF THE NEIGHBORHOOD SINCE HE GOT HIS NEW TOY!

RRRR

ANIMAL

RRRMM

END O' THE LINE, PARDNUH! I GOT TO GREET THE TRAVELIN' PARSON AND THE NEW SCHOOLMARM!

HAH-HA! HARRY OSBORN--THE HOP-ALONG CASSIDY OF THE DIRT BIKE CROWD!

EAT YOUR HEART OUT, PETE!

S'LONG, MR. OSBORN! THANKS FOR THE RIDE!

HE ROMPS THROUGH THE WOODS WITH THE NEIGHBOR KIDS EVERY CHANCE HE GETS -- DON'T YOU, BIG BOY?

JUST TRYING TO PRACTICE PLAYING POPPA, MOMMIE!

ANIMAL

BUT, AS PETER AND HIS HOSTS DRIFT BACK TO THE PARTY...

MARY JANE... I FIGURED SHE'D BE HERE.

PARDON ME, BUT DON'T WE HAVE SOME MATCHMAKING FRIENDS IN COMMON?

ONLY ABOUT HALF A WORLD, TIGER! YOU'RE LOOKING GOOD!

I'D RETURN THE COMPLIMENT, BUT THAT WOULD BELABOR THE OBVIOUS. GOT A FEW MINUTES FOR AN OLD FRIEND?

FOR YOU? BUT OF COURSE!

I DON'T GET IT. WHAT DOES SHE SEE IN *HIM*?

I DUNNO... MAYBE IT'S THAT WIMPY ALAN ALDA APPROACH!

YES, AUNT ANNA HEADS BACK TO FLORIDA NEXT WEEK...

AFTER MARY JANE TURNED DOWN MY PROPOSAL,* I NEVER THOUGHT I COULD BE THIS AT EASE AROUND HER AGAIN.

*ISSUE #183 --DANNY.

... BUT I'M STAYING IN THE CITY. I ALREADY HAVE SEVERAL MODELING GIGS LINED UP.

IT'S ACTUALLY VERY NICE TO HAVE MJ AS A *FRIEND* AND NOT A--!

YOW!

WHEW! I'VE NEVER FELT A SPIDER-SENSE WARNING BUZZ THAT INTENSE! THE FEELING'S FADING NOW, BUT WHAT KIND OF MASSIVE DANGER COULD SO SUDDENLY APPEAR... AND THEN DISAPPEAR?

THAT QUESTION WILL HAUNT PETER FOR DAYS TO COME. WHEN IT IS FINALLY ANSWERED, HIS LIFE WILL NEVER BE THE SAME.

BUT BEFORE HE CAN THINK ON THIS FURTHER...

YOU'RE TOO EASILY DISTRACTED, TIGER. WHAT YOU NEED IS A GOOD DUNKING!

OH YEAH? WELL, IF I'M GOING INTO THE POOL, LADY, I'M NOT GOING IN ALONE!

EEYAH-HOO!

SPLOOSH

MEANWHILE, MERE MILES AWAY, IN THE EXECUTIVE SUITE OF THE DAILY BUGLE BUILDING...

...PUBLISHER J. JONAH JAMESON SURVEYS HIS CITY, AS IF SEARCHING FOR SOMETHING AMID ITS GLEAMING TOWERS THAT WILL BRIGHTEN HIS DAY.

JONAH, AREN'T YOU READY YET?

READY, MARLA?

I HOPE YOU HAVEN'T FORGOTTEN OUR OUTING.

IS THAT A CIGAR? YOU TOLD ME YOU WERE GOING TO QUIT!

I DIDN'T LIGHT IT, MARLA.

I JUST... NEEDED IT... TO HELP ME THINK.

WHAT'S WRONG, JONAH? PLEASE TELL ME. IF I CAN DO ANYTHING TO HELP--!

NO ONE CAN HELP ME WITH THIS, MARLA. BUT...YES, YOU SHOULD KNOW...

"A FEW YEARS AGO, I FINANCED A SPECIAL GENETICS EXPERIMENT. MAC GARGAN, A MAN IN MY EMPLOY--

" --UNDERWENT TREATMENTS DESIGNED TO MAKE HIM MORE POWERFUL THAN SPIDER-MAN.

"ON THAT SCORE, THE EXPERIMENT WAS A SUCCESS.

"MAC GARGAN BECAME ...THE SCORPION!

"BUT THE TREATMENTS ALSO DROVE HIM MAD! I HAD HOPED TO SPONSOR A CRUSADER WHO WOULD DEFEAT SPIDER-MAN...

"INSTEAD, I CREATED A CREATURE WHO WAS A BIGGER MENACE THAN SPIDER-MAN COULD EVER BE!"

THE AUTHORITIES DON'T KNOW THE FULL EXTENT OF MY INVOLVEMENT... AND THE SCORPION WAS TOO CRAZED TO TELL THEM. I'VE ONLY CONFIDED IN ONE OTHER PERSON... AND HE'S NOW DEAD.

JONAH, WHAT'S PAST IS PAST. WHY BRING THIS UP NOW?

BECAUSE, MY DEAR, SOMEONE HAS UNCOVERED MY SECRET. I'M BEING BLACKMAILED!

AT THAT MOMENT, BACK IN ENGLEWOOD CLIFFS...

SPECIAL DELIVERY, MR. OSBORN!

SORRY I KEPT YOU WAITING... WE HAVE A PARTY GOING ON AROUND IN BACK. SPECIAL DELIVERY, HUH? WHO FROM?

I COULDN'T BEGIN TO GUESS, SIR--

--THEY DIDN'T LIST A RETURN ADDRESS!

SIGN HERE, PLEASE.

OMIGOD.

MINUTES LATER...

BRRRRMM

HARRY? WHY ARE YOU STARTING UP YOUR BIKE, DEAR? I WAS JUST ABOUT TO PUT THE STEAKS ON!

THAT'S OKAY, HON... I... DON'T HAVE MUCH OF AN APPETITE. YOU AND THE OTHERS GO AHEAD WITHOUT ME.

WHAT? HARRY, YOU'RE NOT SERIOUS--?

HARRY?!?

RRMMM

HEY, LIZ, WHY SO DOWN AT THE MOUTH? SOMETHING WRONG?

I... I DON'T KNOW.

HARRY JUST GOT ON HIS BIKE AND RODE OFF INTO THE WOODS ...WITHOUT HIS HELMET! HE NEVER DOES THAT! AND HE SOUNDED SO... SO STRANGE!

RELAX, LIZ. IT'S PROBABLY NOTHING.

IF IT'LL MAKE YOU FEEL BETTER, I'LL GO SEE IF I CAN FIND HIM, OKAY?

COULD YOU, PETER?

SURE! YOU AND MJ JUST TAKE IT EASY-- I'LL TAKE CARE OF THE REST!

ANT

THE LAST TIME HARRY ACTED REALLY WEIRD WAS BACK IN COLLEGE... WHEN HE SUFFERED A DRUG-INDUCED MENTAL BREAKDOWN. I HOPE IT'S NOTHING LIKE THAT THIS TIME!

ONCE OUT OF SIGHT OF THE PARTY, PETER BOUNDS INTO THE TREETOPS, HIS AMAZING MUSCULATURE--OVER 40 TIMES STRONGER THAN THAT OF A NORMAL MAN--

--AND HIS ASTOUNDING AGILITY ENABLING HIM TO COVER VAST DISTANCES...

...IN THE BLINK OF AN EYE!

THERE HE IS ...IN THE MIDDLE OF THAT CLEARING. AT LEAST HE DOESN'T LOOK LIKE HE'S DONE ANYTHING TOO CRAZY!

HARRY? NEED SOMEBODY TO TALK TO, OL' BUDDY?

NO THANKS, PETE. I HAVE TO HANDLE THIS MYSELF.

MAYBE YOU DO... AND MAYBE YOU DON'T. LOOK, WE'VE KNOWN EACH OTHER ALL THROUGH COLLEGE...AND IF YOU'RE HURTING, I WANT TO HELP!

PETE, I MAY BE BEYOND HELP. I DON'T KNOW... WHAT I'VE JUST LEARNED IS SO UNBELIEVABLE!

I'VE RECEIVED AN ANONYMOUS BLACKMAIL DEMAND FROM SOMEONE WHO HAS PROOF THAT... THAT MY FATHER WAS THE *GREEN GOBLIN!*

WHAT?! HOW--??

IT'S ALL IN HERE --PHOTOCOPIES OF PAGES FROM SOME SECRET JOURNAL.

IT'S LIKE READING A CONFESSION...IN MY FATHER'S OWN HANDWRITING!

SCANNING THE PAGES, PETER PARKER RECALLS THE STORY HE HAD BEEN TOLD LONG AGO...THE STORY HE HAD KEPT SECRET.

IT HAD ALL BEGUN YEARS AGO, WHEN NORMAN OSBORN HAD HIS PARTNER, MENDEL STROMM, ARRESTED FOR EMBEZZLEMENT.

WITH STROMM OUT OF THE WAY, OSBORN GAINED COMPLETE CONTROL OF HIS CHEMICAL COMPANY... AS WELL AS ACCESS TO STROMM'S NOTES AND EXPERI-MENTAL FORMULAS.

OSBORN DECIDED TO CHECK THEM OUT PERSONALLY.

BUT HE WAS NOT AS SKILLED A SCIENTIST AS HIS FORMER PARTNER.

WHOOM!

STILL, NORMAN OSBORN HAD ALWAYS BEEN A SURVIVOR. HE RECOVERED.

HIS MIND DID NOT.

THE CHEMICAL EXPLOSION HAD SOMEHOW MADE HIM INHUMANLY STRONG, BUT THAT BROUGHT HIM NO PLEASURE. HE LUSTED FOR POWER...MORE POWER THAN HE COULD EVER COME BY LEGALLY.

AND SO, USING HIS VAST RESOURCES, NORMAN CREATED A NEW IDENTITY. HE BECAME THE GREEN GOBLIN!

HE IMMEDIATELY SET OUT TO MAKE A NAME FOR HIMSELF--

--BY DEFEATING SPIDER-MAN!

BUT EVENTUALLY, HE MANAGED TO DISCOVER THAT SPIDER-MAN WAS SECRETLY PETER PARKER. THAT WAS NEARLY THE END OF SPIDER-MAN!

IT WASN'T AS EASY AS HE THOUGHT IT WOULD BE!

WITH HIS GREAT ENEMY HELPLESS BEFORE HIM, OSBORN REVEALED HIS IDENTITY... TAUNTING PARKER WITH HIS SECRET STORY.

BUT OVERCONFIDENCE GOT THE BETTER OF HIM.

WISHING TO PROVE HIS SUPERIORITY, THE GOBLIN RELEASED HIS CAPTIVE FOR ONE FINAL BATTLE.

FOR THE GOBLIN, IT VERY NEARLY WAS!

KNOCKED BACK INTO A TABLE OF EQUIPMENT, OSBORN RECEIVED A MASSIVE ELECTRO-CHEMICAL SHOCK--ROBBING HIM OF ALL MEMORY OF THE GREEN GOBLIN!

IF ONLY HIS AMNESIA HAD BEEN PERMANENT--! BUT IN TIME, NORMAN OSBORN REMEMBERED EVERYTHING. THE GOBLIN BECAME MY DEADLIEST ENEMY.

"AND THEN, HE STRUCK AT ME THROUGH THOSE CLOSEST TO ME... AND KILLED GWEN STACY, THE GIRL I LOVED.

"THAT WAS THE FINAL BLOW. I TRACKED THE GOBLIN DOWN, DETERMINED TO AVENGE GWEN'S DEATH.

"I WANTED TO KILL HIM... BUT I COULDN'T, I *WOULDN'T* BECOME A MURDERER LIKE HIM. IN THE END, FATE TOOK A HAND.

"--AND NORMAN OSBORN WAS KILLED BY A TRAP HE'D SET FOR ME!"

NORMAN HAD JUST DIED, WHEN HARRY-- COMING DOWN FROM A BAD ACID TRIP-- FIRST DISCOVERED HIS FATHER'S SECRET. I WAS IN NO SHAPE THEN TO GIVE HIM THE HELP HE NEEDED.

HE COULDN'T HANDLE IT. HE WENT TOTALLY OFF THE DEEP END...FOR A TIME, HE EVEN THOUGHT HE *WAS* THE GOBLIN.

IT WAS A BLESSING WHEN HIS MEMORY OF ALL THOSE NIGHTMARES WAS DESTROYED. BUT, WHAT'S GOING TO HAPPEN NOW?

PETE...I DON'T KNOW WHAT TO SAY. MY FATHER WAS A CRIMINAL... A MURDERER! HE...HE KILLED GWEN. IT'S ALL SO SENSELESS. HE MUST HAVE BEEN OUT OF HIS MIND!

ANIMAL

YEAH...HE MUST'VE BEEN. BUT HE'S GONE NOW ...IT'S OVER.

OH, I WISH IT WAS. I'D LIKE TO TELL THIS BLACKMAILING SLIME WHERE TO STICK HIS EVIDENCE. BUT IF THE NEWS GOT OUT, WHAT WOULD IT DO TO LIZ...TO OUR BABY?

I DON'T KNOW WHAT TO DO.

FOR RIGHT NOW, YOU PLAY THIS GUY'S GAME ...STRING HIM ALONG AND FIND OUT WHAT HE'S AFTER. MOST OF ALL, PLAY IT COOL! I'LL BE WITH YOU EVERY STEP OF THE WAY!

YOU'D STILL HELP ME, PETE ...KNOWING WHO MY FATHER WAS AND WHAT HE DID?

ANIMAL

DARNED RIGHT, I WOULD! THE GOBLIN'S HURT ENOUGH PEOPLE. I WON'T STAND BY AND SEE HIM HURT YOU, TOO!

NOW ...WHERE AND WHEN ARE YOU SUPPOSED TO MEET THIS CREEP?

THE NEXT AFTERNOON, AT NEW YORK'S PRESTIGIOUS CENTURY CLUB...

MR. OSBORN! HOW NICE TO SEE YOU AGAIN, SIR! AND WHO IS YOUR GUEST?

THIS IS MR. PARKER, A CLOSE FRIEND OF MINE. WE'RE CONSIDERING HIM FOR MEMBERSHIP.

VERY GOOD, SIR. THE CLUB ROOM IS NOW OPEN FOR YOUR PLEASURE.

SOME PLACE! MUST COST A FORTUNE TO JOIN!
TWO FORTUNES! I WAS LUCKY... I INHERITED MY MEMBERSHIP.
WE'RE A LITTLE EARLY. MIGHT AS WELL HANG OUT AT THE BAR.
OKAY, BUT NOTHING ALCOHOLIC!
DON'T WORRY! I STAY FAR AWAY FROM MIND-ALTERING SUBSTANCES NOWADAYS!
I CAN SEE THE "BOOKER ROOM"-- THAT'S WHERE YOU'RE SUPPOSED TO MEET OUR MYSTERY MAN, RIGHT?
BOOKER MEETING ROOM
THAT'S WHAT HIS NOTE SAID...WHICH MEANS HE HAS TO BE A MEMBER OF THIS CLUB.
THAT'S NOT ALL HE IS! THE ONLY MAN WHO COULD POSSIBLY HAVE GOTTEN ACCESS TO NORMAN OSBORN'S SECRET PAPERS IS...*HUH?!?*
THE KINGPIN?!?
THERE HE SITS, BOLD AS BRASS, HAVING SUNDAY DINNER WITH TWO OF HIS MUSCLE BOYS! WHAT'S GOING ON HERE?
I THOUGHT THE *HOBGOBLIN* WAS BEHIND THIS BLACKMAIL BUSINESS! I KNOW HE BROKE INTO OSBORN'S OLD HIDEAWAYS AND MADE OFF WITH HIS GOBLIN EQUIPMENT ...I'D ASSUMED THAT HE FOUND BLACKMAIL MATERIAL AMONGST THAT STUFF.
MAYBE I'M WRONG.
UH, HARRY, DO YOU KNOW THE FAT GUY AT THE FAR TABLE?
NOT PERSONALLY. THAT'S WILSON FISK--HE'S SOME SORT OF BIGWIG IN THE IMPORT-EXPORT TRADE, BUT IT'S RUMORED THAT HE DIDN'T COME BY ALL OF HIS MONEY HONESTLY!
THAT'S AN UNDERSTATEMENT! HE RUNS MOST OF THE ORGANIZED CRIME ON THE EAST COAST! THIS COULD BE A BIGGER DEAL THAN I THOUGHT!
AND, WHILE PETER CONSIDERS THE POSSIBILITY OF THE KINGPIN'S INVOLVEMENT, A CLUB STEWARD OPENS UP THE BOOKER ROOM...
AND IMMEDIATELY DRAWS A LINE OF RESTLESS MEMBERS.
GOOD AFTERNOON, MR. VANDERGILL... MR. KINGSLEY! GO RIGHT IN!

THE ACTIVITY IN THE OUTER CORRIDOR DOES NOT ESCAPE THE NOTICE OF "MR. FISK"...

...NOR DOES HIS INTERESTED RE-ACTION GO UN-NOTED BY PETER PARKER.

KINGPIN SEEMS AS CURIOUS ABOUT THIS AS I AM! THAT'S SOME LINE OF STUFFED SHIRTS WAITING TO--HEY!

WHAT'S JONAH JAMESON DOING HERE?!

I ASKED YOU A CIVIL QUESTION, WILLIAMS! I DON'T NEED SMART ALECK ANSWERS!

BUT, SIR, I THOUGHT YOU WERE JOKING! YOU ASKED WHO'D RESERVED THE ROOM AND...WELL, DIDN'T *YOU*, SIR?

SHORTLY, AS PETER AND HARRY APPROACH THE STEWARD.

I HAVE YOUR NAME ON THE LIST, MR. OSBORN, BUT NOT YOUR FRIEND'S. I'M AFRAID I CAN'T LET HIM IN.

SEE HERE, WILLIAMS, MR. PARKER IS A CLOSE AND TRUSTED--!

EASY, HARRY *EASY!* IF THOSE ARE THE RULES, THOSE ARE THE RULES!

YOU GO AHEAD, AND DON'T WORRY! I'LL BE NEARBY.

WELL, THAT'S THE LAST OF THEM.

I WONDER WHAT THEIR MEETING IS ALL ABOUT?

THE KINGPIN HASN'T MADE A MOVE, BUT THAT DOESN'T MEAN THAT HE WON'T. CRIMENY, WHAT IF HOBGOBLIN *SOLD* OSBORN'S PAPERS TO THE KINGPIN?!

OSBORN HAD LEARNED MY SECRET IDENTITY. IF HE WROTE THAT DOWN, TOO ...THE KINGPIN MIGHT HAVE THE GOODS ON ME THIS VERY MOMENT!

WASTING NOT A SECOND, PARKER DASHES INTO AN UNOCCUPIED ROOM...

WHILE, JUST A FEW WALLS AWAY...

LOOKS LIKE I'M IN THE SAME BOAT WITH HALF THE CLUB, BUT WHY ARE THEY STARING AT ME LIKE THAT?

IT'S HIM... IT MUST BE!

HIS OLD MAN WAS THE ONLY ONE WHO KNEW!

NORMAN OSBORN WOULD HAVE HAD PROOF OF THE KICKBACKS...

I SHOULD HAVE KNOWN BETTER THAN TO LET NORMAN IN ON THAT OIL DEAL. HIS BOY PROBABLY FOUND HIS PRIVATE PAPERS.

YOUNG OSBORN CERTAINLY HAS ME OVER A BARREL! I WONDER WHAT HIS DEMANDS WILL BE? MERGER? TAKEOVER?

AND AT THE BACK OF THE ROOM, SEATED APART FROM HIS FELLOW MEMBERS...

I NEVER REALIZED THERE WERE SO MANY IN THE CLUB WITH SO MUCH TO HIDE! I CAN IMAGINE WHAT THEY'RE THINKING!

PERHAPS THEY'RE RIGHT. I USED TO CONFIDE EVERYTHING IN NORMAN OSBORN...HE WAS A GOOD FRIEND. I'D HATE TO THINK THAT HIS SON HAD STOOPED TO BLACKMAIL.

WELL, WE'LL SOON FIND OUT.

AS THE CLOCK CHIMES THE HOUR, A CURTAIN AT THE END OF THE CHAMBER SLOWLY OPENS--

--AND THE ASSEMBLAGE MEETS THEIR MASTER!

I'M PLEASED TO SEE THAT YOU'RE ALL SO PROMPT!

I AM THE HOBGOBLIN. WE ARE ALL GOING TO BECOME VERY CLOSE ASSOCIATES!

GADFRY!

SUDDENLY, IT ALL MAKES SENSE! HE HAS TO BE THE ONE BEHIND THE BREAK-INS AT MY COMPANY! HE MUST HAVE FOUND DAD'S SECRET CACHES!

B-BUT YOU'RE DEAD! IT WAS ALL OVER THE MEDIA!*

*ISSUE #245--DANNY.

MY "DEATH" WAS A CONVENIENT DECEPTION.

LET'S GET DOWN TO BUSINESS, SHALL WE? YOU ARE ALL HERE BECAUSE YOU HAVE SECRETS WHICH YOU'D RATHER KEEP SECRET. SOME OF YOU ARE GUILTY THROUGH ASSOCIATION...

...AND SOME OF YOU ARE JUST PLAIN GUILTY. ALL OF YOU, HOWEVER, ARE QUITE WEALTHY.

I COULD HAVE APPROACHED ANY ONE OF YOU AND DEMANDED A LARGE PORTION OF YOUR PERSONAL FORTUNES...BUT SUCH A LARGE TRANSACTION WOULD HAVE BEEN NOTICED!

AND SO, INSTEAD, I HAVE DECIDED TO BE MAGNANIMOUS, AND ASSESS YOU ALL A MODEST FEE... ON A REGULAR BASIS.

OTHERWISE, YOUR DARKEST SECRETS WILL BECOME PUBLIC KNOWLEDGE!

SO THAT'S IT! PRETTY SNEAKY MOVE!

THERE'S SOMETHING SCREWY HERE, THOUGH! MY SPIDER-SENSE OUGHT TO BE GOING WILD THIS CLOSE TO THE HOBGOBLIN, BUT I'M GETTING NARY A TINGLE! WHAT GIVES?

I DON'T CARE WHAT OR WHO YOU ARE BEHIND THAT FRIGHT MASK, MISTER-- YOU'RE NOT GOING TO GET AWAY WITH THIS!

JONAH, NO--!

REALLY, JAMESON? AND HOW DO YOU INTEND TO STOP ME? THIS RABBLE WON'T HELP YOU!

JONAH, PLEASE! HE COULD RUIN US!

YOU IDIOTS! YOU'RE PLAYING RIGHT INTO HIS HANDS! IF YOU DON'T STAND UP TO HIM NOW, YOU'LL BE PAYING THE REST OF YOUR LIVES!

JAMESON'S RIGHT! YOU WON'T GET ONE RED CENT FROM ME!

YOU STILL HAVE A BIT OF YOUR FATHER IN YOU, OSBORN!

YOU'RE JUST AS CRAZY AS HE WAS!

NO! NO, THAT'S NOT TRUE!

WHOK

=?!?=

HAH-HA-HA!

A ROBOT! IT WAS JUST A ROBOT!

TH-THEN THE REAL HOBGOBLIN COULD BE ANYWHERE!

HE... HE COULD EVEN BE ONE OF *US!*

BUT, HIGH OVERHEAD...

I WOULDN'T BET THE FAMILY JEWELS ON THAT, KINGSLEY!

MY SPIDER-SENSE *IS* BUZZING NOW--AND IT FEELS LIKE THE DANGER IS COMING FROM--

"--OUTSIDE!"

IF YOU WANT TO MEET THE REAL HOBGOBLIN IN THE FLESH, GENTLEMEN, I'LL BE HAPPY TO OBLIGE!

YOU'LL HAVE TO FORGIVE ME ANOTHER DECEPTION. I WANTED TO FERRET OUT ALL THE TROUBLE-MAKERS IN THE GROUP!

WHUUNGH!

THAT WAS A SILLY QUESTION, WASN'T IT?

LOOK OUT!

IS THERE ANYONE ELSE HERE WHO'S FOOLISH ENOUGH TO DEFY ME?

ZZAK

THIS *IS* A SURPRISE, SPIDER-MAN--BUT A WELCOME ONE!

LET US SEE IF YOU CAN FIGHT ANY BETTER WHEN YOU'RE NOT ENCUMBERED WITH THE BLACK CAT!

BLAST IT! I WANTED TO STEER HIM BACK OUTSIDE! I SHOULD HAVE KNOWN THAT, WITH ALL THE EXTRA STRENGTH HE'S GAINED,* HE WOULDN'T HESITATE ABOUT CRASHING THROUGH A FEW DOORS!

*SEE SPECTACULAR SPIDER-MAN #85 --DANNY.

YOU'LL FIND ME PREPARED FOR ANYTHING, SPIDER-MAN... EVEN *YOU!*

AW, NOT THOSE CORNY PUMPKIN BOMBS AGAIN! SHOW A LITTLE ORIGINALITY, HOBGOBLIN!

YOUR WIT NEVER CEASES TO AMAZE ME, SPIDER-MAN!

TOO BAD THAT IT IS NO MORE EFFECTIVE AGAINST ME THAN IS YOUR WEBBING!

GET DOWN, BOSS!

NO! PUT YOUR GUNS AWAY!

WE'RE IN NO IMMEDIATE DANGER BACK HERE. I WISH TO OBSERVE THIS... HOBGOBLIN.

RUN!
RUN WHERE?
PWOOM
HOBGOBLIN MUST HAVE A PhD. IN "SNEAKY"!
AS LONG AS THESE BUSINESSMEN ARE IN DANGER, HE HAS ME AT A DISADVANTAGE... AND HE KNOWS IT!

AT LEAST HE DOESN'T SEEM TO BE PACKING ANY REALLY *BIG* EXPLOSIVES TODAY! THE CLUB I RIGGED UP OUT OF BROKEN WOOD AND WEBBING IS STOPPING THESE BABIES EASILY!
WHAT'S THIS? A DUD?
TSK-TSK! MIGHTY SHODDY CRAFTS-MANSHIP, HOBBY!
=KOFF!= MAYBE I SPOKE TOO SOON! THAT "DUD" IS DISINTEGRATING INTO SOME KIND OF GAS!
IT CAN'T BE TOO DANGEROUS, THOUGH, OR MY SPIDER-SENSE WOULD...
MY SPIDER-SENSE!! IT'S *GONE!!*
HE MUST HAVE DUPLICATED THE SENSE-DEADENING GAS THE GREEN GOBLIN ONCE USED ON ME!*
*ISSUE*39-- D.

AND WITHOUT MY SPIDER-SENSE--!
ZZT
ZZT
YOW!

WHUNK
SURPRISED, AREN'T YOU, SPIDER-MAN?

I DIDN'T JUST STEAL THE GREEN GOBLIN'S WEAPONRY, I IMPROVED ON IT! THAT GAS, YOU'LL FIND, ALSO CARRIES A POWERFUL SEDATIVE!

YOU ARE QUITE HELPLESS NOW... BARELY WORTHY OF MY NOTICE. I SHOULD JUST LEAVE YOU HERE AS AN EXAMPLE TO THE OTHERS!

AS THE ROOM SEEMS TO SPIN AROUND HIM, SPIDER-MAN INSTINCTIVELY STRUGGLES TO PULL A MICRO-ELECTRONIC SPIDER-TRACER FROM HIS BELT.

BUT BEFORE HE CAN PUT IT TO USE, THE DARKNESS CLAIMS HIM...

ON SECOND THOUGHT, I SHOULD SPARE YOU ANY FURTHER HUMILIATION... AND SIMPLY PUT YOU OUT OF YOUR MISERY!

BUT, AS THE MASTER CRIMINAL TRIGGERS HIS GLOVE-BLASTER...

TANG

...AND THE TRACER-BUG ROLLS ACROSS THE FLOOR, ALL BUT UNNOTICED.

WHO THREW THAT TRAY?!

WHO DARED INTERFERE IN THE BUSINESS OF THE HOBGOBLIN?!

I DID.

THERE HAS BEEN TOO MUCH NOISE AND CONFUSION HERE TODAY.

THE KINGPIN OF CRIME! I'D FORGOTTEN THAT HE WAS A CLUB MEMBER!

AS YOU SAY, SIR! I SHALL RESPECT YOUR WISHES!

AS FOR THE REST OF YOU... I WILL BE IN TOUCH!

SO SAYING, THE HOBGOBLIN WHEELS ABOUT ON HIS JET-GLIDER.

HE DOES NOT SEE THE MASSIVE FINGERS WHICH REACH DOWN TO RETRIEVE THE FALLEN TRACER-BUG--

--AND THEN TOSS IT TOWARDS ITS TARGET WITH FLAWLESS ACCURACY!

WE SHALL MEET AGAIN... *MR. FISK!*

PERHAPS.

SPIDER-MAN!

HMM?

CAN YOU HEAR ME?

Y-YEAH... I... WHOA! WUZZAT SMELL?

SMELLING SALTS.

I THOUGHT THEY MIGHT BRING YOU AROUND!

YOUR STAMINA IS AS REMARKABLE AS EVER.

YOU WERE UNCONSCIOUS LESS THAN A MINUTE.

YOU SHOULD HAVE LITTLE TROUBLE TRACKING YOUR FOE, BY THE WAY. I PERSONALLY PLACED YOUR TRACER DEVICE ON HIS FLYING CRAFT.

YOU?!

YOU'RE HELPING ME? WHY?!

THIS HOBGOBLIN IS A VERY CAPABLE MAN.

IN TIME, HE MIGHT GROW BOLD ENOUGH TO INTERFERE IN MY OPERATIONS.

I PREFER TO LET YOU APPREHEND HIM.

IT'S SIMPLY GOOD BUSINESS.

I SHOULD'VE KNOWN.

BUT THE KINGPIN'S WRONG. I NEED MY SPIDER-SENSE TO TRACK MY TRACER-BUG AND, THANKS TO HOBGOBLIN'S NEW, IMPROVED GAS, MY SPIDER-SENSE IS TOTALLY GONE...

...MAYBE FOR GOOD!

NEXT ISSUE CONFESSIONS!

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the AMAZING SPIDER-MAN®

SPECIAL NORMAL-SIZED 250TH ISSUE!

J.R. JR. + K.J. JR.

BEHOLD THE FACE OF DEATH! BEHOLD...

HOBGOBLIN!

STAN LEE PRESENTS THE AMAZING SPIDER-MAN IN...

CONFESSIONS!

HE'S BEEN BLASTED, GASSED, AND BEATEN BY THE MYSTERIOUS **HOBGOBLIN.** AND NOW, BEREFT OF HIS WARNING SPIDER-SENSES, SPIDER-MAN SUDDENLY FINDS HIMSELF SURROUNDED BY AN ANGRY MOB --

-- OF MULTI-MILLIONAIRE BUSINESSMEN!

POSSIBLY THE BEST ISSUE OF ***SPIDER-MAN*** EVER! WHAT BETTER WAY TO CELEBRATE OUR 250th ISSUE?!

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JIM SHOOTER
EDITOR-IN-CHIEF

SHEESH! I TRY TO STOP THE HOBGOBLIN BEFORE HE CAN EXTORT ANY MONEY FROM THESE STUFFED SHIRTS, AND WHAT THANKS DO I GET?

WHAT?

HEY!

WHERE'D HE--?

2

THEY OUGHT TO BE HAPPY THAT I SHOWED UP!

IT WAS PURE LUCK THAT I FOUND OUT ABOUT HOBBY'S BLACKMAIL SCHEME...THAT, AND THE FACT THAT ONE OF HIS INTENDED VICTIMS WAS MY OLD BUDDY HARRY OSBORN!

"WHEN HARRY RECEIVED A COPY OF EVIDENCE THAT PROVED HIS LATE FATHER HAD BEEN THE MURDEROUS *GREEN GOBLIN*, I KNEW THAT THE BLACK-MAILER HAD TO BE HOBGOBLIN!

"ONLY *HE* COULD'VE HAD ACCESS TO THE GOBLIN'S OLD JOURNALS, AS PETER PARKER, I CONVINCED HARRY TO LET ME TAG ALONG TO HIS MEETING WITH THE BLACKMAILER AT HIS FATHER'S OLD CLUB.

"BUT I HADN'T SUS-PECTED IT WOULD BE A MASS MEETING!

"EVIDENTLY, HOBGOBLIN HAS SOMETHING ON A DOZEN OR MORE MEMBERS... INCLUDING MY OWN PERSONAL GADFLY, *DAILY BUGLE* PUBLISHER *J. JONAH JAMESON!*

"I JUST WISH THAT HAD BEEN MY ONLY SURPRISE OF THE DAY! BUT WHEN HOBGOBLIN FINALLY SHOWED HIMSELF, AND I BUTTED IN AS SPIDER-MAN, HE HAD A LITTLE GAS-ATTACK PREPARED JUST FOR ME!

"THE GAS NEUTRALIZED MY DANGER-DETECTING SPIDER-SENSE, AND THEN, HE LAID ME OUT GOOD! HE PROBABLY WOULD'VE FINISHED ME OFF--

"--IF ONE OF THE CLUB MEMBERS HADN'T STOOD UP TO HIM! BOY, I NEVER THOUGHT I'D WIND UP OWING MY LIFE TO THAT MAN... THE *KINGPIN!*

"OF COURSE, HE HAD HIS OWN REASONS FOR SAVING MY HIDE!"

YOU'RE HELPING *ME?* *WHY?!*

THIS HOBGOBLIN IS A VERY CAPABLE MAN. IN TIME HE MIGHT GROW BOLD ENOUGH TO INTERFERE IN MY OPERATIONS.

I PREFER TO LET YOU APPREHEND HIM. IT'S SIMPLY GOOD BUSINESS.

TALK ABOUT WEIRD...

...THE KINGPIN, ONE OF MY OLDEST ENEMIES, SAVES MY LIFE. AND THESE GUYS, WHO I TRIED TO HELP, WANT MY HEAD!

YOU INSUFFERABLE FOOL!

NOW THE HOBGOBLIN WILL PROBABLY DOUBLE HIS DEMANDS UPON US!

"WILL YA LOOK AT THAT... I WOULD HAVE THOUGHT THAT JAMESON WOULD BE GETTING THE TAR AND FEATHERS READY FOR ME BY NOW. BUT HE AND HARRY SEEM TO BE THE ONLY ONES WHO *DON'T* WANT TO FLAY ME ALIVE!

"JJJ KEEPS LOOKING AWAY, AS IF HE'S ASHAMED TO FACE ME OR SOMETHING, AND HARRY KEEPS LOOKING AROUND FOR...FOR..!"

YIKES! HE'S LOOKING FOR ME! OR RATHER--

-- FOR PETER PARKER! AS PETE, I PROMISED HIM I'D STICK CLOSE BY WHILE HE WENT INTO HIS "CLOSED-DOOR" MEETING. TIME FOR A STRATEGIC WITHDRAWAL!

CLINGING TO THE SHEER WALL OF THE HISTORIC OLD BUILDING, SPIDER-MAN SWIFTLY SKITTERS AROUND THE CORNER...

...SURREPTITIOUSLY RE-ENTERING THE CLUB VIA A LITTLE-USED ROOM--

--TO ASSUME ONCE AGAIN HIS PRIVATE IDENTITY.

AH, GOOD! MY CIVVIES ARE RIGHT WHERE I LEFT 'EM. WHEW! I STILL FEEL A LITTLE WOOZY AFTER THAT POUNDING HOBGOBLIN GAVE ME!

I'D BETTER SHAKE THAT FEELING AND FAST! I HAVE TO GET BACK DOWNSTAIRS AND ASSURE HARRY THAT I HAVEN'T ABANDONED HIM!

MERE MOMENTS LATER...

HARRY! HERE I AM! LOOKS LIKE I MISSED OUT ON THE EXCITEMENT! SORRY, BUT NATURE CALLED AND--!

OH, MR. JAMESON ...HI! I'M AFRAID I DON'T HAVE MY CAMERA WITH ME OR--!

THAT'S... JUST AS WELL, PARKER. I HARDLY NEED PICTURES TO REMIND ME WHAT HAPPENED HERE TODAY.

HUH?

HARRY, WHAT'S GOING ON HERE?

I CAN'T BELIEVE THAT JAMESON'S JUST GOING TO WALK OUT OF HERE... SURELY NOT BEFORE THE POLICE GET HERE!

I DON'T THINK ANY-ONE WILL BE CALLING THE POLICE, PETE...

...SEE FOR YOURSELF.

THE STEERING COMMITTEE WAS PLANNING TO REMODEL ANYWAY.

YES, I THINK WE SHOULD JUST FORGET THIS UNFORTUNATE INCIDENT!

THE BOYS AND I UNDERSTAND PERFECTLY... DON'T WE, BOYS?

YES, SIR!

SHORTLY, AMID PLEASANTER SURROUNDINGS...

OFFEE SHOP

OPEN

Jack's COFFEE SHOP

...I COULDN'T BELIEVE IT, PETE. MY FATHER'S OLDEST ASSOCIATES WERE READY TO BEAT THE LIVING DAYLIGHTS OUT OF SPIDER-MAN! YOU SHOULD HAVE BEEN THERE!

UH...YEAH, IT MUST HAVE BEEN SOMETHING, TOO BAD SPIDER-MAN COULDN'T STOP HOBGOBLIN-- THAT WOULD'VE SETTLED THIS WHOLE MESS.

MAYBE...MAYBE NOT. AT ANY RATE, JUST BEFORE HOBGOBLIN LEFT, HE SAID HE'D BE IN TOUCH--

--AND YOU CAN JUST BET THAT WHATEVER DEMANDS HE'LL MAKE ON US NEXT TIME WILL BE HIGHER! BUT WHAT BOTHERS ME MOST WAS HOW FAMILIAR HOBGOBLIN SEEMED WITH THE WORKINGS OF DAD'S CLUB...

...ALMOST FAMILIAR ENOUGH TO BE A MEMBER.

IT'S AWFUL TO THINK THAT ONE OF DAD'S FRIENDS WOULD TRY TO BLACKMAIL ME... ALMOST AS AWFUL AS KNOWING THAT DAD WAS THE GREEN GOBLIN.

HMM...I WONDER HOW MUCH BLACKMAIL MATERIAL HOBGOBLIN PULLED FROM OSBORN'S JOURNALS, AND HOW MUCH HE ALREADY HAD? JUST WHAT ALL IS IN THOSE JOURNALS, ANYWAY?

THE GREEN GOBLIN DISCOVERED MY IDENTITY BEFORE HE DIED...WHAT IF THAT SECRET'S IN THERE, TOO, JUST WAITING FOR HOBGOBLIN TO FIND IT? I NEED TO FIND HOBGOBLIN NOW MORE THAN EVER.

BUT HOW? WITHOUT MY SPIDER-SENSE, I CAN'T EVEN TRACK DOWN--

"--THE SPIDER-TRACER KINGPIN STUCK ON HOBGOBLIN'S JET-GLIDER!"

WELL, WHAT HAVE WE HERE?

ONE OF SPIDER-MAN'S SELF-ADHERING MICROELECTRONIC TRACER BUGS, IF I'M NOT MISTAKEN!

HOW NICE OF HIM TO GIVE ME ONE! BUT THEN, HE WON'T BE NEEDING THEM ANY MORE!

ACCORDING TO THE INFORMATION IN NORMAN OSBORN'S JOURNALS, HE RELIES UPON HIS UNCANNY SPIDER-SENSE TO FOLLOW THEIR SIGNAL...

...AND AFTER THE GASSING HE RECEIVED TODAY, HE WON'T HAVE ANY SPIDER-SENSE FOR A LONG, LONG TIME! *HAH-HAH-HA!*

DEAR, DEAR NORMAN... IF ONLY YOU COULD'VE SEEN HOW I'D IMPROVE UPON YOUR GENIUS!

BUT THEN, YOUR POOR, MAD MIND PROBABLY WOULDN'T HAVE RECOGNIZED THEM AS IMPROVEMENTS. SURELY, IT WAS YOUR PSYCHOSIS --

--THAT KEPT YOU FROM USING THE DISCOVERIES IN THESE PAPERS AS EFFECTIVELY AS I. AFTER ALL, IT WAS AMID THESE PAGES THAT I FOUND THE FORMULAE FOR INCREASING MY STRENGTH AND USED IT TO MAKE MYSELF EVEN STRONGER THAN YOU HAD BEEN --

-- PERHAPS AS STRONG AS SPIDER-MAN --

--AND FOR THE IMPROVED NERVE-DEADENING GAS THAT ROBBED THE MASKED MAN OF HIS EXTRA-SENSORY WARNING SYSTEM.

INTERESTING... THE FINAL ENTRY TELLS OF A PLAN OSBORN HAD TO USE THAT GAS AS A TOOL TO EXPOSE SPIDER-MAN'S IDENTITY.*

*SEE ASM #39-40.

I WONDER IF HE SUCCEEDED IN LEARNING THAT SECRET BEFORE HE DIED? WOULD THAT THERE WERE A WAY OF FINDING OUT! THE SECRET OF SPIDER-MAN WOULD BE WORTH MORE THAN ALL OF OSBORN'S OTHER SECRETS COMBINED!

LATER THAT AFTERNOON, AT PETER PARKER'S APARTMENT BUILDING...

TAKE THAT!

WHAP

AND THAT...

WHAP

...AND THAT!!

WHAP

@xxx%☆#© LAZY HUSBAND! IF HE'D HAD THESE RUGS CLEANED LIKE HE'D PROMISED, I WOULDN'T HAVE TO BE BREAKIN' MY BACK!

IF I CAN'T TRACK DOWN HOBGOBLIN DIRECTLY, MAYBE I CAN STILL GET A LEAD ON--!

CREE-EE-EK

OH, NO! OF ALL DAYS FOR MY LANDLADY TO BE UP HERE BEATING RUGS! IF SHE SEES ME--!

UUNGH? WHAT'S THAT?

HMMPH! COULDA SWORN I HEARD SOMETHIN'! ALL THIS DUST MUST BE GETTIN' TO ME... I'M STARTIN' TO IMAGINE THINGS!

MMM-BOY, THAT WAS A CLOSE ONE! I'M GOING TO HAVE TO OIL THE HINGE ON THE SKYLIGHT MORE OFTEN!

IF MY SPIDER-SENSE WAS WORKING, THIS WOULD NEVER HAPPEN. I CAN SEE RIGHT NOW THAT I'LL HAVE TO BE A LOT MORE CAREFUL UNTIL IT COMES BACK...

...IF IT COMES BACK!

AND TAKE THAT!!

WHAP

HIGH ATOP MANY OF THE MAN-MADE PEAKS OF MANHATTAN ROOST THE HOMES OF THE RICH AND POWERFUL.

ONE SUCH DWELLING IS THE PENTHOUSE DUPLEX OF FINANCIER GEORGE VANDERGILL...

TALK ABOUT PLUSH--!

EXCUSE ME, GEORGIE... GOT A MINUTE OR TWO FOR A LITTLE MAN-TO-MAN TALK?

DON'T TELL ME YOU'VE ALREADY FORGOTTEN YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN! WE WERE BOTH AT THAT LITTLE BASH AT THE CLUB EARLIER TODAY...

...REMEMBER? I WAS ONE OF THE ONES WHO LEFT EARLY!

WHAT?!? WHO IN THE DEVIL--?!

WELL, IF YOU THINK I'M JUST GOING TO STAND STILL FOR YOUR BARGING INTO MY HOME--!

EASY, MR. V! ALL I WANT IS A LITTLE INFORMATION. REMEMBER OUR OTHER LITTLE PLAYMATE, THE HOBGOBLIN? WELL, I'D LIKE TO PUT HIM AWAY FOR A NICE, LONG TIME...

...AND I THINK YOU MIGHT BE ABLE TO HELP ME! LIKE...MAYBE YOU NOTICED SOMETHING ABOUT HIM THAT REMINDED YOU OF SOMEBODY YOU KNOW.

OR MAYBE THE SWORD HE'S HOLDING OVER YOUR HEAD IS A CLUE TO HIS IDENTITY. PLEASE, IF YOU COULD TELL ME SOMETHING...ANYTHING... I MIGHT BE ABLE TO TRACK HIM DOWN.

ONCE I FIND HIM, YOU WON'T HAVE TO WORRY ABOUT ANY BLACKMAIL!

DON'T BE NAIVE, SPIDER-MAN! I DON'T HAVE ANYTHING TO WORRY ABOUT NOW! HOBGOBLIN DOESN'T HAVE ANY INFORMATION THAT CAN DO ME HARM. I ONLY TOOK PART IN THAT CHARADE THIS AFTERNOON TO FIND OUT WHO WAS INVOLVED!

AS FOR WHO HE IS, I HAVEN'T A CLUE! NOW GET OUT OF HERE! IF YOU WANT TO FRIGHTEN A CONFESSION OUT OF SOMEBODY--

--GO TALK TO THE OTHERS! THEY'RE WEAK! THEY'LL CRACK IN A MINUTE!

THANKS FOR NOTHING, MR. EGO!

RRRING

HELLO? VANDERGILL HERE!

YES, SIR. I'M CALLING TO CONFIRM YOUR RESERVATIONS ON FLIGHT 106, NON-STOP TO BIMINI. WILL YOU BE NEEDING A RETURN FLIGHT?

NO! UH, THAT IS, I'LL BOOK IT WHEN THE TIME COMES.

SHORTLY, AT A PALATIAL ESTATE IN THE HAMPTONS...

ROD-DY...

...WILL YOU QUIT PACING THE FLOOR AND COME SIT DOWN? I'M BEGINNING TO THINK YOU DON'T LIKE ME!

EH? DON'T BE RIDICULOUS! I JUST HAVE A LOT ON MY MIND!

OF ALL TIMES FOR MY BROTHER TO BE OUT OF TOWN! IF I EVER NEEDED HIM--!

I COULD HELP YOU FORGET YOUR PROBLEMS, IF YOU'D JUST SIT DOWN!

NOT NOW, SHEILA! CAN'T YOU SEE I'M--!

SHEILA?!? MY NAME IS STEPHANIE! WHO'S SHEILA?!

OH, NO!

STEPHANIE, IT'S NOT WHAT YOU THINK! SHEILA IS A BUYER FOR *SAKS* WHO'S BEEN ON MY BACK LATELY AND--!

NOT ONE MORE WORD! I DON'T WANT TO HEAR ABOUT IT!

SLAM

STEPHANIE, I CAN EXPLAIN! I... I... I...

SORRY TO INTERRUPT SUCH A WARM DOMESTIC SCENE, KINGSLEY, OLD WORM--

--BUT I'M ON A SCAVENGER HUNT FOR HOBGOBLINS, AND I'M IN A BIG HURRY!

WHAT DO YOU KNOW ABOUT THE HOBGOBLIN? WHO IS HE? WHAT DOES HE HAVE ON YOU? TALK!

N-N-NOTHING! I DON'T KNOW A THING!

I HAVEN'T THE SLIGHTEST NOTION OF WHY HE COULD BE BLACKMAILING ME! NOW LEAVE ME ALONE!

P-P-PLEASE.

NUTS. I WON'T LEARN ANYTHING FROM HIM. HE'S TOO SCARED TO TALK!

OVER THE NEXT 12 HOURS, RELYING UPON A LIST OF NAMES AND ADDRESSES HARRY OSBORN HAD COMPILED FOR PETER PARKER, SPIDER-MAN VISITS EACH OF THE MEN WHO HAD BEEN AT THE MEETING.

BUT ALWAYS THE ANSWERS ARE THE SAME...

ARE YOU OUT OF YOUR MIND? ABSOLUTELY NOT!

NO!

I'D SOONER TALK TO JACK ANDERSON!

WHY WOULD I TRUST YOU ANY MORE THAN I DO THIS "HOBGOBLIN" PERSON?

FINALLY, WITH THE DAWNING OF A NEW DAY...

THERE'S JUST ONE GUY LEFT TO TRY, AND HE'S ***SURE*** TO GIVE ME THE AIR. BUT I HAVE TO TRY... I HAVE NO OTHER ALTERNATIVES.

THIS IS SUCH A DRAG! I NEVER REALIZED HOW MUCH I'D COME TO DEPEND ON MY SPIDER--

--SENSE!

IMAGINE THAT ALL OF YOUR SENSES HAVE BEEN DEADENED...THAT YOU CAN SEE NO LIGHT, THAT EVERY INCH OF SKIN HAS BEEN NUMBED, THAT EVEN THE SOUND OF YOUR OWN HEARTBEAT HAS BEEN DENIED YOU!

NOW IMAGINE WHAT IT WOULD BE LIKE IF YOUR SENSES SUDDENLY RETURNED, AMPLIFIED A HUNDREDFOLD... JUST AS A BOMB WENT OFF!

IF YOU CAN IMAGINE THAT, THEN YOU MIGHT POSSIBLY HAVE THE SLIGHTEST IDEA OF THE PAIN SPIDER-MAN HAS JUST EXPERIENCED!

ONLY HIS AMAZING REFLEXES AND HIS WEB-SHOOTERS SAVE HIM FROM A THIRTY STORY FALL!

¡GHAAA!!

WHAT... WHAT WAS *THAT*?!?

HAS MY SPIDER-SENSE RETURNED--?

NO...NO, THE OLD FAMILIAR BACK-GROUND BUZZ IS STILL DEADER THAN A DOORNAIL ...JUST LIKE I ALMOST WAS.

I'M NOT SURE HOW HOBGOBLIN'S GAS WORKS, BUT I THINK IT SOMEHOW NUMBS THE CENTRAL NERVOUS SYSTEM... MY SPIDER-SENSE IS STILL THERE, I JUST CAN'T FEEL IT!

THE ONLY THING I CAN FIGURE IS THAT SOME DANGER ...SOME REALLY *BIG* DANGER FLASHED INTO BEING FOR A SPLIT-SECOND... SOMETHING BIG ENOUGH AND WEIRD ENOUGH--

--TO NEARLY TAKE THE TOP OF MY HEAD OFF! BUT WHAT COULD POSSIBLY BE SO HUGE A THREAT THAT I'D STILL FEEL IT THROUGH THE NUMBNESS? AND HOW COULD IT DISAPPEAR SO QUICKLY?!

IS THIS AT ALL RELATED TO THAT OTHER MYSTERIOUS SPIDER-SENSE FLASH I HAD... AT HARRY'S PARTY?*

NUTS, THIS WORRYING IS GETTING ME NOWHERE. IT'S CERTAINLY NOT HELPING ME FIND THE HOBGOBLIN!

JUST THE SAME, I WISH I KNEW WHAT WAS GOING ON!

*SEE LAST ISSUE--DANNY.

MINUTES LATER, THE WORRIED WEB-SLINGER FINALLY ARRIVES AT HIS DESTINATION...

...JUST OUTSIDE THE EXECUTIVE OFFICES OF THE DAILY BUGLE'S PUBLISHER AND EDITOR-IN-CHIEF!

KLAK-KLAK-KLAK-KLAK

I CREATED THE SCORPION
An Editorial Confession
by
J. JONAH JAMESON

SO *THAT'S* THE DIRT HOBGOBLIN HAD ON YOU!

YOU!

YEAH, ME! I KNEW YOU WERE MIXED UP WITH THAT SCORPION MANIAC SOMEHOW--

--BUT I NEVER KNEW YOU'D ACTUALLY FOOTED THE BILLS FOR MAKING HIM THE WAY HE WAS!

YES, I DID IT. AND IT'S NOT A THING I'M VERY PROUD TO ADMIT.

BUT BY GADFRY, I WILL NOT SUBMIT TO BLACKMAIL! J. JONAH JAMESON ADMITS HIS MISTAKES!

BALONEY! IF THAT'S THE CASE, YOU WOULD'VE OWNED UP TO IT YEARS AGO, YOU OLD HYPOCRITE!

HOW DARE YOU CALL ME THAT, YOU MASKED MENACE!

YOU'VE NEVER BEEN TOO RELUCTANT TO CALL PEOPLE NAMES, PAL! FOR YEARS YOU'VE EDITORIALIZED AGAINST ME--

--SAYING I WAS A VIGILANTE, OPERATING OUTSIDE THE LAW! WELL, ISN'T THAT WHAT YOU'VE DONE? YOU AND YOUR SCORPIONS AND HIRED HEROES AND SPIDER-SLAYER ROBOTS! YOU'RE AS MUCH AN OUTLAW AS I AM!

AND NOW THAT YOU'VE BEEN CAUGHT BY SOMEONE WHO HAS PROOF, DO YOU THINK YOU CAN PUT ON A HAIR SHIRT AND THROW YOURSELF AT THE PUBLIC'S MERCY?

THE PUBLIC MAY JUDGE AS THEY WISH!

HEY, YOU CAN'T MAKE A PUBLIC CONFESSION TO SOMETHING LIKE THIS AND STILL PLAY EDITOR-IN-CHIEF! YOUR CAREER AS A NEWSPAPERMAN WILL BE OVER!

YOU'RE CRAZY IF YOU THINK OTHERWISE!

YEAH, AND MAYBE I'M A LITTLE CRAZY, TOO!

FORGET ABOUT THE MARTYR BIT, JAMESON! I'LL FIND THIS HOBGOBLIN CREEP! I DON'T KNOW HOW, BUT I WILL... AND I'LL EVEN SAVE YOUR JOB! IF THAT DOESN'T PROVE I'M CRAZY, NOTHING WILL!

AND THEN, WHEN THIS IS ALL OVER, MAYBE THE TWO OF US OUTLAWS CAN COME TO TERMS!

KLAK-KLAK-KLAKITY-KLAK

SOON, BACK AT PARKER'S APARTMENT...

I'M SUCH A JERK SOMETIMES! I DON'T KNOW WHY I DIDN'T THINK OF THIS BEFORE!

THERE *IS* A WAY I CAN TRACK DOWN MY SPIDER-TRACER!

IF I CAN JUST FIND--!

AH, *HAH!* THERE IT IS! I THOUGHT I'D TUCKED IT AWAY IN HERE! WOULDN'T YOU KNOW IT'D BE AT THE BOTTOM OF THE TRUNK!

AUNT MAY'S OLD JEWELRY BOX! AND INSIDE...

...MY OLD SPIDER-TRACER DIRECTIONAL *TRACKING* RECEIVER!

SEEING THIS AGAIN REALLY TAKES ME BACK!

I WAS STILL IN HIGH SCHOOL WHEN I ASSEMBLED THIS LITTLE GIZMO AND THE FIRST OF MY SPIDER-TRACERS.

ALL I WAS WORRIED ABOUT AT THE TIME WAS KEEPING TABS ON DOCTOR OCTOPUS, AFTER HE WAS RELEASED FROM PRISON!* I NEVER KNEW JUST HOW HANDY THOSE TRACERS WOULD PROVE TO BE OVER THE YEARS!

*WAY, WAY BACK IN *AMAZING SPIDER-MAN* #11 -- DANNY.

IT WAS A YEAR OR SO BEFORE I DISCOVERED THAT BY ALTERING THE FREQUENCY OF THE TRACERS, I COULD PICK UP THEIR IMPULSES WITH MY SPIDER-SENSE ALONE!

IT'S BEEN YEARS SINCE I'VE USED THE TRACKING RECEIVER... AND IT LOOKS IT! THE BATTERIES LEAKED...IT'S A MESS IN HERE!

BLAST! THERE ARE SOME MICRO-COMPONENTS IN THIS THING THAT WOULD TAKE WEEKS TO ORDER--AND I DON'T HAVE WEEKS!

THE HOBGOBLIN IS NO FOOL. IF HE HASN'T ALREADY FOUND MY TRACER, HE WILL SOON! AND WHEN HE DOES, HE'S BOUND TO MONKEY WITH IT ENOUGH TO MAKE IT INOPERABLE!

KLIK

I HAVE TO CLEAN THIS THING UP, AND PRAY THAT THE CONTACTS HAVEN'T TOTALLY CORRODED AWAY. THEN, THE ONLY THING I CAN DO IS TRY TO RESET THE FREQUENCY INDICATORS AND CROSS MY FINGERS!

HERE'S WHERE I SEE JUST HOW MUCH OF A SCIENCE WHIZ I REALLY AM!

SEVERAL HOURS LATER, IN A SQUAT TWO-STORY BUILDING, NESTLED IN THE HEART OF THE WARE-HOUSE DISTRICT--

--THE HOBGOBLIN GLEEFULLY BUSIES HIMSELF, ANALYZING HIS NEWEST PRIZE.

REMARKABLE!

"THE DESIGN WORK ON THIS IS BRILLIANT! IF SPIDER-MAN MADE IT HIMSELF, HE MUST BE NEARLY AS GIFTED AS NORMAN OSBORN WAS!"

SPIDER-MAN!

I DON'T KNOW HOW YOU FOUND ME, BUT I DO KNOW THIS--

--YOU'LL NEVER LEAVE HERE ALIVE!!

MAKE THAT "*MORE* GIFTED," BRIGHT EYES!

KRA-

ZAKK

WAY TO GO, BRIGHT BOY! I THOUGHT MY SPIDER-SIGNAL LAMP MIGHT BE A TEMPTING TARGET!

TOO BAD YOU DIDN'T KNOW IT DETACHES FROM MY BELT!

NOW, WHAT SAY WE RESUME THAT LITTLE GAME WE STARTED THE OTHER DAY?

YOU'RE MAD! YOU HAVEN'T A CHANCE WITHOUT YOUR SPIDER-SENSE!

SORRY, PALEFACE! YOU'RE ONLY HALF RIGHT!

MAD I AM! REAL MAD!!

KRANG

A LUCKY PUNCH! BUT YOUR LUCK ISN'T LIMITLESS! YOU KNOCKED ME RIGHT INTO THE HEART OF MY WEAPONS STORES!

MISTER, I COULD'VE KNOCKED YOU INTO THE MIDDLE OF FORT DIX, AND IT STILL WOULDN'T HAVE DONE YOU ANY GOOD!

THWAP

WHAT! NO!

THWAP

THE WAY YOU'VE WEBBED UP MY BLASTER... IT'LL OVERLOAD AND EXP--!

BLAM

OKAY, HOBBY, IT'S ALL OVER! TIME TO TAKE OFF YOUR BIG, BAD MASK AND--!

÷GUUUMPH!÷

I THINK NOT!

SO YOU THOUGHT YOU COULD DEFEAT ME WITHOUT YOUR SPIDER-SENSE, EH?

IF THAT SUCKER PUNCH DIDN'T CONVINCE YOU OTHERWISE, THEN THIS *WILL!*

BREEE-

KLIK

HE MAY BE RIGHT THIS TIME! I'M FAST ENOUGH TO STAY OUT OF THAT AUTOMATED RAY CANNON'S WAY...

...BUT IT'S FIRING AT RANDOM, AND WITHOUT MY SPIDER-SENSE, I HAVE NO WAY OF KNOWING WHERE IT'LL HIT NEXT! I'M BOUND TO SLIP UP SOMETIME. AND WHEN I DO--!

WHOOMF

POOM

POOM

NO! NOT THE JOURNALS!

THE JOURNALS?

THE CANNON'S SET THEM AFIRE...AND I HADN'T MADE ANY COPIES YET! BLAST YOU! *BLAST YOU!!*

HEY, DON'T THROW THAT--!

OUT ON THE STREET, PASSERSBY STOP AND STARE AS THE LITTLE BUILDING SUDDENLY LIGHTS UP LIKE THE SUN!

WHAT THE BLAZES IS GOIN' ON IN...

KRAKA-

-BOOM

"...THERE?"

THE EXPLOSION IS FOLLOWED BY FIRE. IN INSTANTS, THICK, ACRID SMOKE FILLS THE MANHATTAN SKIES!

MR. JAMESON?

SIR?

YOU SENT FOR A COPYBOY?

EH? OH...YES. TELL JOE ROBERTSON THERE'S SOME SORT OF FIRE IN THE WARE-HOUSE DISTRICT.

HAVE HIM SEND A REPORTER OVER THERE RIGHT AWAY.

UH...YES, SIR. IS THAT ALL?

NO.

TAKE THIS DOWN TO COMPOSING.

HAVE THEM SET IT FOR PAGE ONE!

NEXT ISSUE: "ENDINGS!" A CONCLUSION.

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the AMAZING SPIDER-MAN®

HANNIGAN + JANSON

ENDINGS!

FOR THE **HOBGOBLIN**, IT BEGAN WITH THE DISCOVERY OF THE JOURNALS OF THE LATE NORMAN OSBORN, THE ORIGINAL GREEN GOBLIN. NOT ONLY DID THESE JOURNALS UNLOCK THE SECRETS OF THE GOBLIN'S INCREDIBLE POWERS AND WEAPONRY, THEY ALSO CONTAINED SUFFICIENT EVIDENCE TO BLACKMAIL MANY OF NEW YORK'S MOST PROMINENT BUSINESSMEN . . .

FOR **SPIDER-MAN**, IT BEGAN WHEN HE LEARNED HARRY OSBORN AND DAILY BUGLE PUBLISHER J. JONAH JAMESON WERE TWO OF THE HOBGOBLIN'S INTENDED VICTIMS . . .

FOR BOTH HOBGOBLIN AND SPIDER-MAN, IT MAY END HERE--AND **NOW**--IN THE HEART OF THIS RAGING INFERNO!

HURRY! WE'VE GOT TO KEEP THIS SUCKER CONTAINED TO THAT ONE WAREHOUSE--OR WE COULD LOSE THE WHOLE BLOCK!

STAN LEE PRESENTS:

"ENDINGS!"

ROGER STERN --PLOT
TOM DEFALCO --SCRIPT
RON FRENZ --PENCIL BREAKDOWNS
KLAUS JANSON --FINISHED ART
JOE ROSEN --LETTERS
CHRISTIE SCHEELE --COLORS
DANNY FINGEROTH --EDITOR
JIM SHOOTER --EDITOR IN CHIEF

LIKE A GREAT RAVENOUS BEAST, THE BLAZE ROARS--

--AS THE COURAGEOUS FIRE-FIGHTERS STRUGGLE AGAINST IT!

WHILE, INSIDE THE BURNING BUILDING...

÷UNN÷

C-CAN FEEL THE FLAMES GETTING CLOSER!

G-GOT TO GET UP! GOT TO MOVE!

T-THIS IS ALL SPIDER-MAN'S FAULT!

H-HE TRACKED ME HERE-- AND FORCED ME TO THROW THAT BOMB--WHICH CAUSED THE FIRE!

THE JOURNALS! ARE THEY--?!

OH, NO! *NO!!*

EVERY LAST ONE OF THEM-- *DESTROYED!*

I NEVER MADE COPIES OF THEM! THEIR SECRETS ARE NOW LOST FOREVER!

÷UHNN÷

SO! SPIDER-MAN IS STILL ALIVE!

WELL, HE WON'T BE FOR LONG!

THOSE JOURNALS MEANT A LOT TO ME! I COULD HAVE USED THEM TO GAIN EVEN MORE POWER!

MEDDLESOME FOOL! YOU'LL PAY FOR THEIR DESTRUCTION WITH YOUR OWN LIFE!

FWAM!

KRA-KKK!

OH, NO! THE CEILING --IT'S ABOUT TO GIVE WAY!

CAN'T WASTE ANY MORE TIME HERE! MUST GET TO SAFETY!

THE POLICE AND FIRE DEPARTMENTS MUST HAVE THIS BUILDING COMPLETELY SURROUNDED BY NOW --

--BUT THAT DOESN'T MATTER! MY ARMOR-PLATED *BATTLE VAN* SHOULD BE ABLE TO WITHSTAND ANY ASSAULT THAT CIVILIAN AUTHORITIES CAN MOUNT AGAINST IT!

AND, AS FOR SPIDER-MAN --

VROOM!

--HE'LL SOON BE NOTHING MORE--

--THAN A BLOODY *SMEAR* ON THE GROUND!

CRASHH!

GOOD LORD! SOMEONE WAS STILL IN THERE!

HE MAY BE THE ONE WHO STARTED THE FIRE! LOOK OUT--

"--HE'S NOT STOPPING!"

FWOK!

SWAK!

SWAM!

EEEEE!

THE POLICE ARE GIVING CHASE--BUT THEY'LL SOON LEARN THE FOLLY-- OF ATTEMPTING TO CAPTURE THE *HOBGOBLIN!*

NORMAN OSBORN MAY HAVE BEEN MAD-- BUT HE WAS ALSO A GENIUS! THIS *BATTLE VAN* IS A MASTERPIECE OF DESIGN AND CONSTRUCTION!

IT'S A VERITABLE FORTRESS ON WHEELS-- --BUILT FOR AN AVERAGE CRUISING SPEED OF NINETY MILES AN HOUR!

HURTLING THROUGH THE STREETS, THE HOBGOBLIN PULLS FARTHER AND FARTHER AWAY FROM THE PURSUING POLICE CARS--

--TOTALLY UNAWARE THAT HE IS CARRYING A MOST AMAZING HITCHHIKER!

:WHEW: STILL GROGGY FROM THE FIRE, AND THE CLOUT ON THE HEAD-- BUT I COULDN'T LET THE HOBGOBLIN GET AWAY!

BARELY HAD ENOUGH STRENGTH--AND PRESENCE OF MIND-- TO SLIP BENEATH THIS BUMPER AND LATCH ON TO THE BOTTOM OF THE VAN!

IGNORING THE SEARING PAIN WHICH WRACKS HIS BODY--AND THE WIND WHICH TEARS AT HIS BACK--SPIDER-MAN USES HIS AMAZING ABILITY TO ADHERE TO ANY SURFACE...

THE STRAIN IS TERRIBLE--BUT I'VE GOT TO CRAWL SLOWLY-- ONE HAND AT A TIME--UNTIL I'M SAFELY OUT FROM BENEATH THIS THING!

I OUGHT TO HAVE MY HEAD EXAMINED FOR EVEN ATTEMPTING THIS CRAZY STUNT! ONE WRONG MOVE --ONE SLIP--AND IT'S ALL OVER!

INCH BY AGONY-FILLED INCH, THE DARING ADVENTURER CLIMBS THE FACE OF THE SPEEDING VAN...

UNTIL...

YOU!

STILL ALIVE--?!?

I MUST CONFESS THAT I AM IMPRESSED WITH YOUR ABILITY TO SURVIVE-- EVEN THOUGH I DEPRIVED YOU OF THAT UNCANNY INSTINCT WHICH WARNS YOU OF DANGER--YOUR *SPIDER-SENSE!**

*SEE *AMAZING SPIDER-MAN* #249 --DANNY!

I KNOW THAT YOU CAN'T HEAR ME OUT THERE...BUT YOU'RE WASTING YOUR TIME!

EVEN YOUR INCREDIBLE STRENGTH WILL PROVE USELESS AGAINST *THIS* WINDSHIELD!

BWAM BWAM BWAM

IT'S CONSTRUCTED OF A SPECIAL RE-ENFORCED JET AGE PLASTIC!

BWAM BWAM BWAM

YOU'D NEED A CONCUSSIVE FORCE EQUAL TO AN EXPLODING MORTAR SHELL BEFORE YOU COULD EVEN--

--SCRATCH IT?!

NEVER BEFORE HAS HE SEEN SUCH AN AWESOME DISPLAY OF RAW COURAGE AND POWER...

FOR THE FIRST TIME SINCE HE HAS DONNED THE MANTLE OF THE HOBGOBLIN, THE MAN BEHIND THE MASK KNOWS FEAR...

AND THEN...

KER PLAH

WITHIN SECONDS, THE POLICE ARRIVE--

SCREEEH

POLICE

--SKIDDING TO A DESPERATE STOP MERE INCHES FROM THE SHATTERED BARFRONT...

I DON'T BELIEVE IT! HE JUST KEPT GOING-- SMASHED HIS WAY THROUGH THE ENTIRE BAR--AND OUT THE BACK WALL!

HE NEVER STOPPED! NEVER EVEN SLOWED DOWN!

I'M NOT SURE, BUT I THOUGHT I CAUGHT SIGHT OF SOMEONE HANGING ONTO THE FRONT WINDSHIELD!

WHOEVER HE WAS, HE DIDN'T HAVE A CHANCE! J-JUST THE THOUGHT OF IT...

...I THINK I'M GONNA BE SICK!

HA! HA! HA!

AT LAST! AT LONG LAST! I HAVE SUCCEEDED-- WHERE SO MANY OTHERS HAVE FAILED!

I HAVE *DESTROYED* SPIDER-MAN!

IF HIS BODY WASN'T FATALLY LACERATED BY THAT PICTURE WINDOW--

--HE MUST HAVE BEEN INSTANTLY PULVERIZED WHEN I CRASHED THROUGH THE BACK WALL!

*URGING HIS BATTLE VAN TO EVEN GREATER SPEEDS, THE HOBGOBLIN CACKLES IN **TRIUMPH**--*

--WHILE OUTSIDE...

M-MADE IT TO SAFETY-- AN INSTANT BEFORE IMPACT! I'D BE DEAD MEAT RIGHT NOW-- IF I HADN'T SEEN THE TAVERN REFLECTED IN THE HOBGOBLIN'S WINDSHIELD!

J-JUST HAD TIME--TO LEAP BEHIND THIS TURRET-- AND KEEP FROM BEING SPLATTERED ACROSS THE VAN--

ANY OTHER MAN WOULD HAVE SURELY BEEN DEFEATED BY NOW...

ANY OTHER MAN WOULD HAVE ALREADY SURRENDERED TO DESPAIR, AND DEATH...

*YES, ANY **OTHER** MAN--*

*--BUT NOT THE SPECTACULAR **SPIDER-MAN!***

THOUGH HIS BODY IS A PULSATING MASS OF PAIN AND TORMENT, HE STRUGGLES TO STAND.

G-GOT TO KEEP FIGHTING! G-GOT TO STOP THE HOBGOBLIN...

HIS TORTURED MUSCLES HOWL, AS HE STRAINS AGAINST THE ARMORED HULL...

*...AND **STRAINS...***

*...AND **STRAINS...***

UNTIL...

RIP PPP!

I- IT'S ALL OVER, HOBGOBLIN!

I'M PUTTING AN END TO YOU!

NO... IT ISN'T POSSIBLE!

IT APPEARS THAT I HAVE UNDERESTIMATED YOU ONCE AGAIN, SPIDER-MAN!

NO MATTER! ONCE I HAVE ACTIVATED THE VAN'S AUTO-GUIDANCE SYSTEM--

--I SHALL *PERSONALLY* SEE TO YOUR DEMISE!

KA-

ZAK!

FWAM!

YOU FOOL! IT WAS SUICIDE TO FACE ME --WITHOUT THE AID OF YOUR SPIDER-SENSE!

I HAVE THE ADVANTAGE IN THESE CLOSE QUARTERS!

EVEN UNDER NORMAL CONDITIONS, MY SUPER-STRENGTH IS VIRTUALLY THE EQUAL OF YOURS! AND NOW--WHILE YOU ARE ON THE VERGE OF EXHAUSTION--

BWAM! BWAM! BWAM!

--AND I AM AT THE PEAK OF MY POWER--

--YOU SHALL PERISH!

DAZED AND UNABLE TO DEFEND HIMSELF, SPIDER-MAN IS **STAGGERED** BY BLOW AFTER PUNISHING BLOW! ONLY HIS RAW COURAGE, HIS WILL TO SURVIVE, KEEP HIS KNEES FROM BUCKLING BENEATH HIM. AND THEN...

S-SOMETHING'S HAPPENING!

C-CAN FEEL A SLIGHT BUZZING IN MY HEAD!

E-EITHER THE HOBGOBLIN HAS SUCCEEDED IN SCRAMBLING MY BRAINS, OR--

--OR MY *SPIDER-SENSE!* IT'S COMING BACK!

AND NOW, THE FINAL COUP DE--

WHOOSH!

--GRACE?!

IMPOSSIBLE! THERE IS NO WAY YOU COULD HAVE AVOIDED THAT BLOW WITHOUT YOUR... YOUR...

G-GO AHEAD, BUNKY! S-SAY THE MAGIC WORDS ...AND WIN A BIG SURPRISE!

SO! IT APPEARS THAT YOUR SPIDER-SENSE HAS RETURNED SOONER THAN I HAD ANTICIPATED!

A PITY THAT YOU ARE ALREADY BEYOND ITS HELP!

LOOK AT YOURSELF! YOU'RE A WRECK! YOU CAN BARELY KEEP CONSCIOUS!

IF YOU'RE TRYING TO *CONVINCE* ME I'M BEATEN, HOBGOBLIN--

--YOU'LL HAVE TO DO BETTER THAN THAT!

FWOOM

≠UNNN≠

NOT BAD, SPIDER-MAN--

--BUT THAT PUNCH WASN'T UP TO YOUR USUAL STANDARDS! I BARELY FELT IT!

YOU MUST BE EVEN WEAKER THAN I IMAGINED!

MAYBE SO, BUT NOTHING'S GOING TO STOP ME FROM UN-MASKING YOU ONCE AND FOR ALL!

PERHAPS MY LITTLE GOBLIN GRENADES CAN CONVINCE YOU OTHERWISE

EVEN AT YOUR TOP FORM, YOU'D HAVE LITTLE HOPE OF AVOIDING THEM IN AN AREA AS CON-FINING AS THIS!

HE'S RIGHT! I HAVE NO ROOM TO MANEUVER!

SWELL! THEY'RE RELEAS-ING SOME KIND OF TOXIC GAS--AS IF I DIDN'T HAVE ENOUGH GOING AGAINST ME!

YOU'RE FINISHED, SPIDER-MAN! THAT GAS CONTAINS A POWERFUL NARCOTIC!

WITHIN SECONDS, YOU'LL BE REDUCED TO A QUIVERING, HELPLESS MASS OF--

--JELLURRKKK

BWAK!

DO ME A FAVOR, HOBGOBLIN...AND SHUT UP!

I'M LUCKY THAT MY SPIDER-SENSE RETURNED WHEN IT DID! IT WARNED ME IN TIME TO HOLD MY BREATH!

MEANWHILE...

BWOOM!

...THE HOBGOBLIN'S **BATTLE VAN** CONTINUES TO RACE FORWARD--DIRECTED BY ITS INCREDIBLE AUTO-GUIDANCE SYSTEM!

RUSHING UP 43RD STREET, IT CROSSES THE ENTIRE CITY, UNTIL IT REACHES PIER 83, AND THEN...

KRAKK!

KERR

SPLASH

÷UNNN÷ HOBGOBLIN! THE VAN MUST HAVE CRASHED INTO THE HUDSON RIVER!

WE'VE GOT TO GET OUT OF HERE!

NO! I DON'T CARE IF WE'RE SINKING!

IT DOESN'T MATTER! NOTHING MATTERS--SAVE YOUR *DEATH!*

÷ARGHH÷

FWOP!

LET GO OF ME!

YOU'RE EVEN CRAZIER THAN I THOUGHT--IF YOU THINK I'M GOING TO LET YOU DROWN US BOTH!

BWAKK!

≠URGGG≠

N-NO...YOU DON'T UNDERSTAND... YOU'VE NEVER UNDERSTOOD...

LOOKS LIKE I'VE FINALLY DAZED THE HOBGOBLIN!

JUST IN TIME, TOO! I COULDN'T HAVE HELD OUT MUCH LONGER MYSELF!

N-NORMAN OSBORN WAS THE CRAZY ONE... NOT ME... *NOT ME!*

CAN'T HEAR WHAT HE'S MUMBLING, BUT WHAT DOES IT MATTER?

DON'T KNOW IF I HAVE ENOUGH STRENGTH LEFT TO SWIM US BOTH TO SHORE, BUT--

OH, NO! MY SPIDER-SENSE JUST ROARED INTO HIGH GEAR!

NO WONDER! THE WATER MUST HAVE SHORT-CIRCUITED THE COMPUTER CONTROL CONSOLE --AND ACTIVATED THE VAN'S SELF-DESTRUCT SEQUENCE!

WE'VE ONLY GOT SECONDS BEFORE IT EXPLODES!

DESTRUCT

≠UNNN≠

S-SPIDER-MAN'S COMING FOR ME... BUT I CAN'T LET HIM TAKE ME ALIVE!

HE'D TURN ME OVER TO THE AUTHORITIES, AND I'D BE UNMASKED IN PUBLIC! THE DISGRACE WOULD BE TOO MUCH FOR ME...AND MY FAMILY!

KEEP BACK!

DON'T COME NEAR ME! I'M WARNING YOU!

HEY! I'M TRYING TO HELP YOU! THE VAN IS SET TO SELF-DESTRUCT! WE'VE GOT TO GET OUT OF HERE--*NOW!*

KRA-ZAK!

NO! *YOU'RE LYING!* YOU THINK YOU CAN TRICK ME, BUT I WON'T BE--

KA-V WAM!

FWOOM!

HOL-LEE! LOOKS LIKE WE'RE TOO LATE, MEN! THERE GOES THE GREAT GRAND-DADDY OF ALL DEPTH CHARGES!

POLICE

WE GOT A REPORT THAT SOME KIND OF ARMORED VEHICLE HAD CRASHED INTO THE RIVER--BUT NO ONE COULD HAVE SURVIVED THAT EXPLOSION!

DON'T BELIEVE IT, SKIPPER!

LOOK WHO JUST CLIMBED ABOARD!

G-GOT TO CATCH MY BREATH!

C-CAN I BORROW YOUR LAMP? I...WASN'T ALONE.

I UNDERSTAND, BUT YOU OUGHTA REST BEFORE GOING BACK DOWN!

THOUGH HIS BODY HOVERS ON THE EDGE OF EXHAUSTION, THE AMAZING SPIDER-MAN PAYS NO HEED TO THE POLICE FROGMAN! AND SOON...

THE HOBGOBLIN AND I WERE SEPARATED IN THE EXPLOSION! I MADE IT--DID HE?!

MINUTES PASS, AND THOUGH HE CAN FIND NO TRACE OF THE MASTER-CRIMINAL AMIDST THE VAN'S WRECKAGE OR THE SURROUNDING AREA, SPIDER-MAN REFUSES TO ABANDON HIS DESPERATE SEARCH...

FINALLY, EVEN AS HIS OXYGEN-STARVED LUNGS THREATEN TO BURST, SPIDER-MAN PEERS BENEATH A HUNK OF TWISTED DEBRIS--

--AND SPIES A CLUE TO THE HOBGOBLIN'S FATE...

...A RUINED MASK!

WRAITHLIKE, IT DRIFTS WITH THE CURRENT...

IS IT A TRICK OF THE LIGHT, OR DO ITS HOLLOW EYES MOCK SPIDER-MAN...

...MOCK HIM WITH SOME DEADLY, SECRET KNOWLEDGE?!

EARLY THE NEXT MORNING...

FWIP!

INSIDE THE EXECUTIVE OFFICES OF J. JONAH JAMESON, PUBLISHER AND EDITOR-IN-CHIEF OF THE DAILY BUGLE...

BWAP! BWAP!

HI, FLAT-TOP!

YOU!

GET OFF MY CEILING, SPIDER-MAN! YOUR THEATRICS DON'T IMPRESS ME!

CAN THE BRAVADO, JJ! YOU MUST KNOW WHY I'M HERE! I'M SURE YOU'VE HEARD ABOUT LAST NIGHT'S FRACAS BY NOW!

WELL, I JUST STOPPED BY TO TELL YOU THAT THE HOBGOBLIN ISN'T GOING TO BLACKMAIL YOU ANYMORE! HE'S GONE... MAYBE FOR GOOD!

THE INCRIMINATING EVIDENCE HE HAD ON YOU WAS LOST WHEN HIS WAREHOUSE WENT UP IN FLAMES...SO YOUR SECRET IS SAFE!

NO ONE WILL EVER LEARN THAT YOU HAD ANYTHING TO DO WITH THE CREATION OF *THE SCORPION!*

NO ONE WILL EVER LEARN--?!

HA! HA! HA!

YOU WEB-HEADED FOOL! I ALREADY MADE MY PUBLIC CONFESSION IN THIS MORNING'S EDITION OF *THE BUGLE!*

DAILY BUGLE

JAMESON STEPS DOWN

I CREATED THE SCORPION

WHAT?! I DON'T BELIEVE IT!

YOU'RE GIVING UP? QUITTING?!

WHY, JONAH? *WHY?!*

THE PUBLIC HAD A RIGHT TO KNOW THE FACTS... A FEW YEARS AGO I FUNDED A PROJECT WHICH WAS SUPPOSED TO TRANSFORM AN ORDINARY MAN INTO A NEW CRUSADER FOR JUSTICE!

INSTEAD, HE BECAME A SUPER-MENACE... *THE SCORPION!*

I LOVE THIS NEWS-PAPER.

I WON'T SEE ITS JOURNALISTIC INTEGRITY QUESTIONED BECAUSE OF MY MISTAKE--

--SO I'M STEPPING DOWN AS EDITOR-IN-CHIEF!

BUT DON'T THINK THE BUGLE'S GOING TO START TREATING YOU WITH KID GLOVES! I'M STILL THE PUBLISHER AROUND HERE!

AS FAR AS I'M CONCERNED, YOU'RE JUST A MASKED MENACE-- A VIGILANTE WHO TAKES THE LAW INTO HIS OWN HANDS!

I HAD TO MAKE MY PUBLIC APOLOGIES! I WON'T STOP HOUNDING YOU UNTIL YOU MAKE YOURS! MAYBE NOT EVEN THEN...

JONAH! I HAD A QUESTION ABOUT ...OH, EXCUSE ME! DIDN'T REALIZE YOU HAD COMPANY.

MEET MY NEW EDITOR IN CHIEF... *JOE ROBERTSON!*

I'VE FINISHED CLEANING OUT MY DESK, JOE. THIS OFFICE NOW BELONGS TO YOU-- AND SO DOES MY NEWSPAPER.

TAKE GOOD CARE OF HER, JOE.

MAKE ME PROUD.

WELL...UH... CONGRATULATIONS.

HOURS LATER...

THE BUGLE JUST WON'T SEEM THE SAME WITHOUT JJJ!

HE'S REALLY BEATING HIS CHEST OVER THE SCORPION, BUT HE SEEMS TO HAVE CONVENIENTLY FORGOTTEN ABOUT ALL THE OTHER PROJECTS HE'S FINANCED OVER THE YEARS-- THE SPIDER-SLAYERS AND SUCH!

STILL, I'M REALLY GOING TO MISS THE OLD GOAT! HE'S REALLY A WELL-INTENTIONED GUY...EXCEPT WHERE SPIDER-MAN IS CONCERNED!

HOPE *HARRY OSBORN* DIDN'T NOTICE THAT I WAS SO DISTRACTED.

I'M GLAD WE COULD GET TOGETHER FOR DINNER, PETE.

ME, TOO!

HARRY, I JUST WANT TO REASSURE YOU THAT I'VE SPOKEN WITH THE POLICE AND SPIDER-MAN...YOUR FATHER'S JOURNALS WERE DEFINITELY DESTROYED IN THE WAREHOUSE FIRE!

YOU DON'T HAVE TO WORRY ABOUT THE HOBGOBLIN ANYMORE!

ACCORDING TO THE NEWS REPORTS, HE WAS KILLED IN SOME KIND OF UNDERWATER EXPLOSION.

MAYBE! SPIDER-MAN SURVIVED. HE MIGHT HAVE, TOO.

BUT THAT SHOULDN'T CONCERN YOU! EVEN IF HE DID MANAGE TO CHEAT DEATH, HE'S LOST HIS HOLD OVER YOU.

HAS HE, PETE?

HE WAS THE ONE WHO TOLD ME THAT MY FATHER WAS THE ORIGINAL *GREEN GOBLIN!*

MY FATHER! I LOVED THAT MAN, AND RESPECTED HIM -- BUT HE WAS A CRIMINAL AND A MURDERER!

HOW CAN I LIVE WITH THAT KNOWLEDGE? WHAT CAN I DO?!

"DO"?

YOU CAN LIVE A GOOD LIFE -- AND TRY TO MAKE THE WORLD A BETTER PLACE FOR YOUR PASSING!

YOU CAN ALSO BE A BETTER EXAMPLE FOR YOUR KIDS THAN YOUR OLD MAN WAS FOR YOU!

THAT'S ALL ANYBODY CAN DO!

YEAH, I GUESS YOU'RE RIGHT.

THANKS FOR BEING MY FRIEND, MR. PARKER!

IT'S MY PLEASURE, MR. OSBORN!

GOODBYE, HARRY! I'D WISH YOU ALL THE LUCK IN THE WORLD-- BUT I DON'T THINK YOU'RE GOING TO NEED IT!

SUDDENLY...

=UNNN=

MY SPIDER-SENSE IS GOING WILD! FEELS LIKE A BOMB IS EXPLODING WITHIN MY HEAD!

AGONIZING MOMENTS LATER...

AT LAST! THE PAIN IS STARTING TO SUBSIDE! I'M LUCKY THAT I CAN STILL STAND.

THAT'S THE THIRD *MONSTER TINGLE* I'VE EXPERIENCED IN THE PAST FEW DAYS*--

*SEE ISSUE #'S 249 & 250 FOR DETAILS --DANNY.

--BUT THIS TIME I'VE MANAGED TO PINPOINT THE SOURCE OF THE TROUBLE!

IT'S COMING FROM SOMEWHERE WITHIN *CENTRAL PARK!*

THIS PLACE LOOKS SECLUDED ENOUGH FOR ME TO CHANGE!

I'M STILL A BIT BRUISED FROM MY TUSSLE WITH THE HOBGOBLIN-- BUT I CAN'T WORRY ABOUT THAT NOW!

WHATEVER'S CAUSING THESE FLASHES MUST BE REAL WEIRD... AND REAL *DANGEROUS!*

I'VE JUST GOT TO INVESTIGATE IT!

HOPE MY CLOTHES ARE SAFE HERE! THAT JACKET IS PRACTICALLY BRAND NEW! OH, WELL...

IT'S WEB-SWINGING TIME!

BOUNDING FROM TREE TO TREE WITH INCREDIBLE GRACE AND AGILITY, THE AMAZING SPIDER-MAN MOVES EVER-DEEPER INTO THE PARK...

UNLESS MY SENSES ARE DECEIVING ME, MY QUARRY SHOULD BE JUST BEYOND THIS CLUMP OF TREES!

AND THEN, ONE FRANTIC MOMENT LATER...

OMIGOSH!

THIS CAN'T BE REAL!

WHAT IS IT?!

LOOKS LIKE SOME SORT OF FUTURISTIC VERSION OF STONEHENGE--

--BUT WHAT'S IT DOING *HERE*--IN THE CENTER OF THE SHEEP MEADOW?!

WHERE DID IT COME FROM-- AND WHAT COULD ITS PURPOSE BE?!

I WISH I COULD SEE A CAMERA CREW, OR SOME SIGNS TO INDICATE THAT THIS IS JUST ANOTHER MOVIE SET FOR THE NEXT GEORGE LUCAS EXTRAVAGANZA-- BUT I DON'T THINK I WILL!

≠WHEW≠ I'VE NEVER FELT SUCH AN UNBELIEVABLE SENSE OF FOREBODING! EVERY INSTINCT I HAVE IS SCREAMING FOR ME TO RUN AND HIDE-- BUT *I CAN'T!*

I'VE GOT TO LEARN ITS SECRET! IT'S ALMOST LIKE I DIDN'T HAVE ANY CHOICE!

SOMETHING WITHIN ME IS URGING ME FORWARD-- FORCING ME TO ENTER!

C-CAN'T STOP MYSELFFFFF≠

AN AWESOME DISPLAY OF BRILLIANCE, AND HE IS GONE--

--TRANSPORTED TO A GALAXY FAR BEHIND OUR PETTY LITTLE UNIVERSE!

FOR THE AMAZING SPIDER-MAN, THE GREATEST, MOST INCREDIBLE ADVENTURE OF ALL TIME HAS JUST BEGUN...

*...AND HIS LIFE WILL **NEVER** BE THE SAME AGAIN!*

TO BE CONTINUED IN ***MARVEL SUPER HEROES SECRET WARS #1***

the OFFICIAL MARVEL COMICS TRY-OUT BOOK

In 1983, *The Official Marvel Comics Try-Out Book* gave would-be talent the opportunity to try out their skills via the original Spider-Man story, "Personals!" The *Try-Out Book* begins with a finished three-page sequence and then presents the rest of the story in various stages of completion. Writer/ Editor-in-Chief Jim Shooter walks aspiring creators through each stage of the creative process in reverse order—coloring, inking, lettering, scripting, penciling and plotting—leaving them with the final five pages of his plot. Budding comic book creators were challenged to complete the story and send in their pages to be reviewed by Marvel's submissions editor with the top submissions winning Marvel assignments. Today, one of the *Try-Out Book* contest winners, penciler Mark Bagley, ranks among the greatest and most prolific Spider-Man artists of all time.

Editor's note: The Official Marvel Comics Try-Out Book *was originaly published at 11" x 17" (the size of comic book art boards). Pages 5 and 7 were coloring sample pages reduced to comic book print size and printed with two story pages per 11" x 17" page. Those four story pages are presented here as single pages.* Try-Out Book *pages 6 and 8 were left intentionally blank for practice and pages 28-32 were left blank for aspiring creators to complete the story. Only the blank page 28 is presented here to maintain the original publication's page turns and spare you, dear reader, from an excess of blank pages.*

Writer: Jim Shooter

Penciler: John Romita Jr.

Inker: Al Milgrom

Letterer: Jim Novak

Colorist: Christie Scheele

Editor: Mike Hobson

Art & Color Reconstruction: Michael Kelleher & Kellustration

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M1

the OFFICIAL MARVEL COMICS TRY-OUT BOOK™

J.R.JR./MILGROM

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"Just Give Me A Chance!"

A lot of people want to be Marvel comics inkers...or writers, pencilers, colorists, or letterers. "Fine," I tell them. "The comics market is growing like never before. We need more creative people...so send us samples of your work!"

That's not as easy as it sounds though. Creating a comic book is a team effort—very seldom does one person do all of the creative jobs. Trying to prove that you're a good inker without professional penciled pages to work on is like trying to prove you're a good pass receiver without having a quarterback to throw you the football.

The same logic applies to the other creative disciplines involved. A prospective colorist needs professional pages to color. A letterer needs scripted, penciled pages. A penciler needs a good story plot from which to work. And, a writer's needs are the most complicated—though he originates the creative chain by inventing the story plot, no writer really works entirely alone. An editor helps him along with the plot, often providing the "springboard" from which he works. Also, a writer has a second task—after the penciler tells the story in pictures (working from the story plot) the writer writes dialogue appropriate to the pictures. Therefore, in order to show that he can write dialogue, a prospective writer needs professionally penciled pages.

"If I only had some professionally penciled pages to work on, I'm sure I could prove that I'm good enough to be an inker for Marvel Comics!" I've heard that statement or the equivalent from would-be writers, pencilers, colorists, and letterers tens of thousands of times. I've never been able to help...until now.

This book is my answer to everyone out there who wants a chance to try out as a writer, penciler, letterer, colorist or inker. It's an opportunity to prove yourself under simulated "combat conditions" —as close as possible to actual, professional working conditions.

It starts out with a few completed pages done by top-notch professional comics creators. Consider them examples, which may give you some guidance on your own work. That starts on page five. From that point on, you'll have opportunities, one at a time, to perform all of the creative jobs involved in the making of comics—right on the pages of this book!

You'll notice that it's printed on paper which is "regulation size and weight"—virtually identical to the art board that Marvel Comics creators use. It has the same markings, the same surface—and the pages can be removed to make them easier to work on. Before each section—each new creative challenge—you'll find brief explanations of the disciplines involved, the tools to be used, and the goals to be achieved. You won't find much coaching—this is a **try-out book**.

I'm not going to pretend that this book can teach you all you need to know about writing, drawing, and the other comics creative skills in a few paragraphs on each subject, but it can give you the chance to hone your skills, or, perhaps prove them.

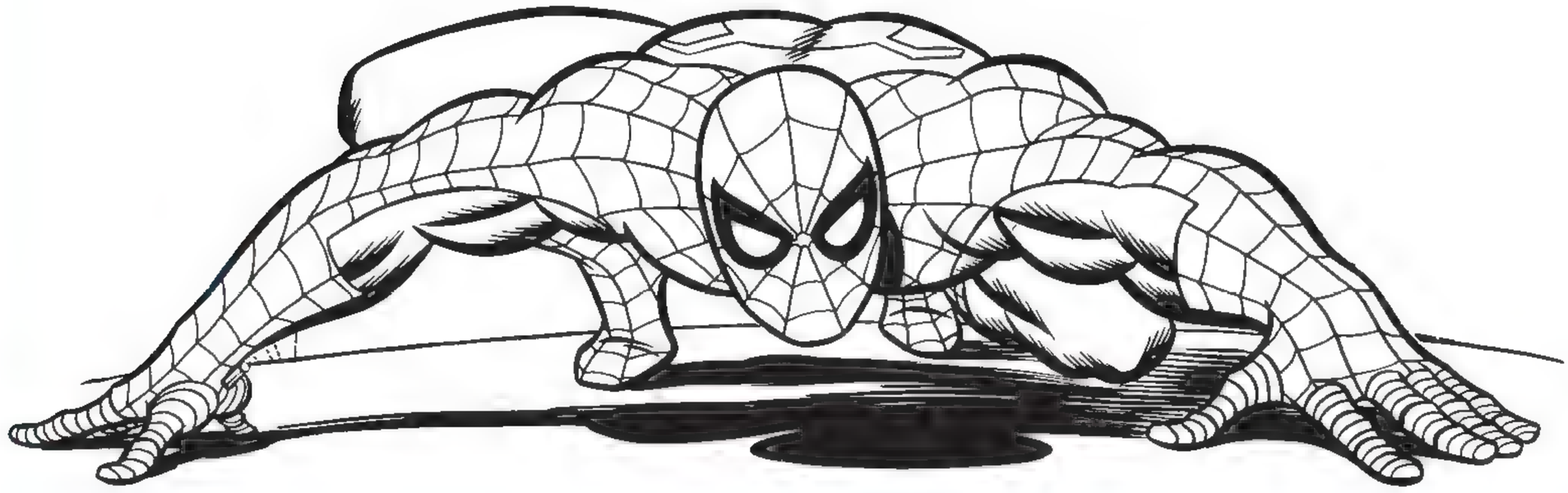
I think you're going to enjoy this.

By the way, on the back cover you'll find information about how to submit to us the samples you'll be creating—if you think the work you've done is as good or better than pages 1-3 of this book! If you're that good, we can't wait to hear from you!

By the way again, if you happen to be one of those many people who are quite understandably puzzled by the mysterious job titles found in comic book credits—if you've been wondering just exactly what an inker does, for example—this book ought to make it all very clear very quickly. And, once you understand what's involved, don't be surprised if you think it looks like fun. Go ahead and give it a try.

Good luck,

Jim Shooter
Editor-In-Chief
Marvel Comics



Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

PLOTTER & SCRIPTER JIM SHOOTER | PENCILER JOHN S. ROMITA | INKER ALLEN MILGROM | LETTERER JIM NOVAK | COLORIST CHRISTIE SCHEELE | EDITOR MICHAEL Z. HOBSON

PERSONALS!

LEAPING EARTHWARD FROM A ROOFTOP THIRTY STORIES HIGH, THE AMAZING **SPIDER-MAN** STREAKS TOWARD THE GRIMY STREET LIKE A RED-AND-BLACK BOLT SHOT FROM SOME GIANT CROSSBOW!

A WASTED SECOND WILL COST A LIFE!

THWIPP!

A DOUBLE TOUCH TO A WAFER-THIN BUTTON HIDDEN BENEATH THE PALM OF HIS GLOVE TRIGGERS THE **WEB SHOOTER** STRAPPED TO HIS WRIST--

--FIRING A SLENDER STRAND OF WEBBING AT A TARGET FAR BELOW...

FWAP

EEYOW!

IT WORKED! MY ARMS ALMOST CAME OFF, BUT THIS IS DEFINITELY THE FASTEST WAY TO GET WHERE I'M GOING!

I THINK I'M GOING TO NEED AN OCEANFUL OF BEN-GAY LATER!

MEANWHILE, FARTHER DOWN THE STREET...

DON'T H-HIT ME... PLEASE!

BUT, YOU AIN'T GOT THE CASH TO PAY THE TOLL, MAN!

HEY!

HAVE YOU GUYS BEEN WATCHING "ROAD WARRIOR" OR SOMETHING?

YAHHH!

SPIDER-MAN! IT'S SPIDER-MAN! HE CAME OUT OF NOWHERE--!

HE'S TRYING TO RESCUE THAT POOR OLD MAN FROM THE GANG!

BUT THERE ARE SO *MANY* OF THEM! I CAN'T BEAR TO WATCH ...BUT I-- I CAN'T LOOK AWAY!

WHY, *WHY* DID I COME UP HERE TONIGHT? I DON'T WANT TO SEE THIS!

ALL I WANTED... WAS TO BE ALONE A WHILE!

YOU GUYS LOOK LIKE YOU CAME FROM CENTRAL CASTING! I'VE SEEN A THOUSAND LIKE YOU AND YOU'RE ALL THE SAME!

OW!

UFF!

TELL ME, WHY IS IT I NEVER SEE YOUR TYPE DURING THE DAY? DO YOU HAVE REGULAR JOBS? FAMILIES?

SOMEHOW YOU MUST BLEND IN WITH NORMAL PEOPLE FROM DAWN TO DUSK!

YEEOWW!

THEN, AT NIGHT, YOU PUT ON FUNNY CLOTHES AND RIDE AROUND LOOKING FOR THRILLS, RIGHT?

IT MAKES YOU FEEL BIG AND TOUGH BEATING UP ON PEOPLE WEAKER THAN YOU--

--AND IF YOU CAN RIP OFF A FEW BUCKS IN THE PROCESS ...ALL THE BETTER, HUH?

Book Issue # pg. #
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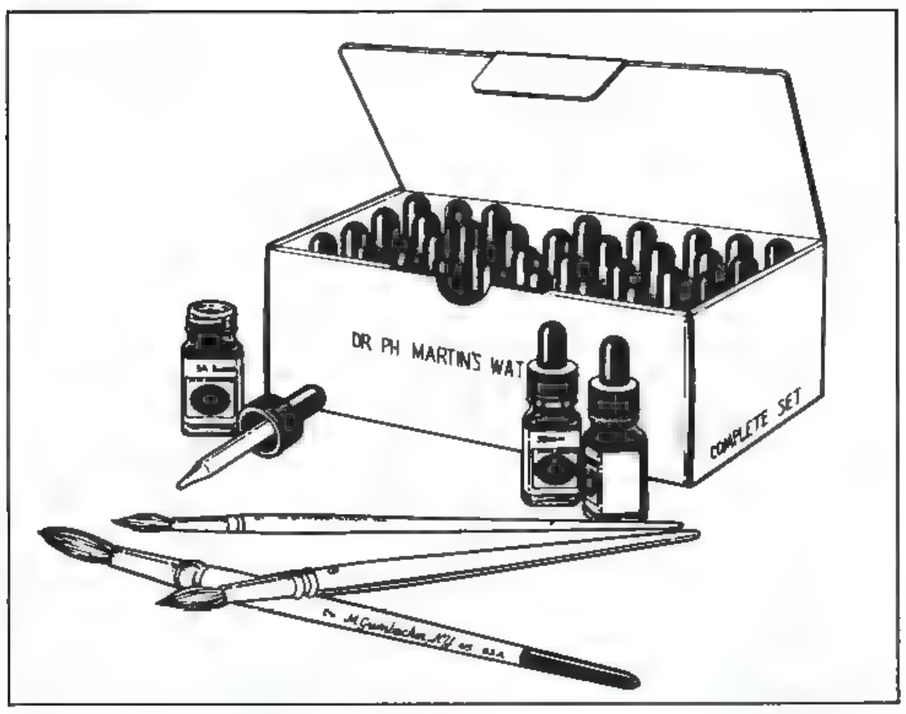
Coloring

A colorist does his or her work on copies of the finished, black-and-white original comics art pages, reduced to the size at which they're typically printed. The next four story pages of this book have been reduced to that size and left uncolored to simulate the actual working conditions professional Marvel Comics colorists face.



Tools and Technical Information:
Colorists generally use **Dr. P.H. Martin's Watercolor Dyes**, which are available in many art supply stores. They apply the dyes using standard watercolor brushes. However, the medium used is not important. Comics colorists are actually making **color guides** which our engravers and printers use only as indicators to tell them which colors to place where. The color guides are not exactly reproduced, and therefore do not have to meet exacting technical specifications.

Below is a color chart which graphically shows every single color that can be printed in a standard comic book. This is your "palette."

Any type of color medium—crayons, colored pencils, markers, whatever, will do, as long as they can be used to simulate these colors.

The Goal:
The primary purpose of all creative efforts that go into comics is **storytelling!** Very simply, anything that improves the communication of the story—including making it more dramatic, interesting, and entertaining is desirable. Anything that impedes, confuses, or loses the story is not what we want.

But, how can a colorist, who is receiving pages to work on that are entirely finished except for color, contribute to telling the story? The colorist can't alter the dialogue or change the basic artwork—but he or she can follow these priorities:

1. **Clarity**—Make each panel clear and easy to interpret visually. Make it easy for a reader to understand what he's seeing. Contrast is a key factor.

2. **Depth**—Good color choices can create the illusion of depth in a comic illustration, making close-up objects appear to be close and distant objects appear to be far away. It's very difficult to achieve clarity unless you can produce the illusion of depth. Generally speaking, dark, strong colors tend to "come forward" and light pastel colors tend to "fade back." However, every color in a panel influences the effect of all other colors in that panel—it's all relative.

3. **"Convincingness"**—This includes creating mood, effect, and the illusion of reality. You cannot do absolutely true-to-life paintings with only sixty-four colors, but with skill and imagination you can give your work a convincing feel. This is where the true artistry, the real challenge of coloring comes in. The limitations are many—only 64 colors, no "modeling" or blending of colors, and no say over the pictures to be colored—but as you can see from the preceeding three pages, colored beautifully by Christie Scheele, quite a bit can be done within the limitations.

Give it a try!

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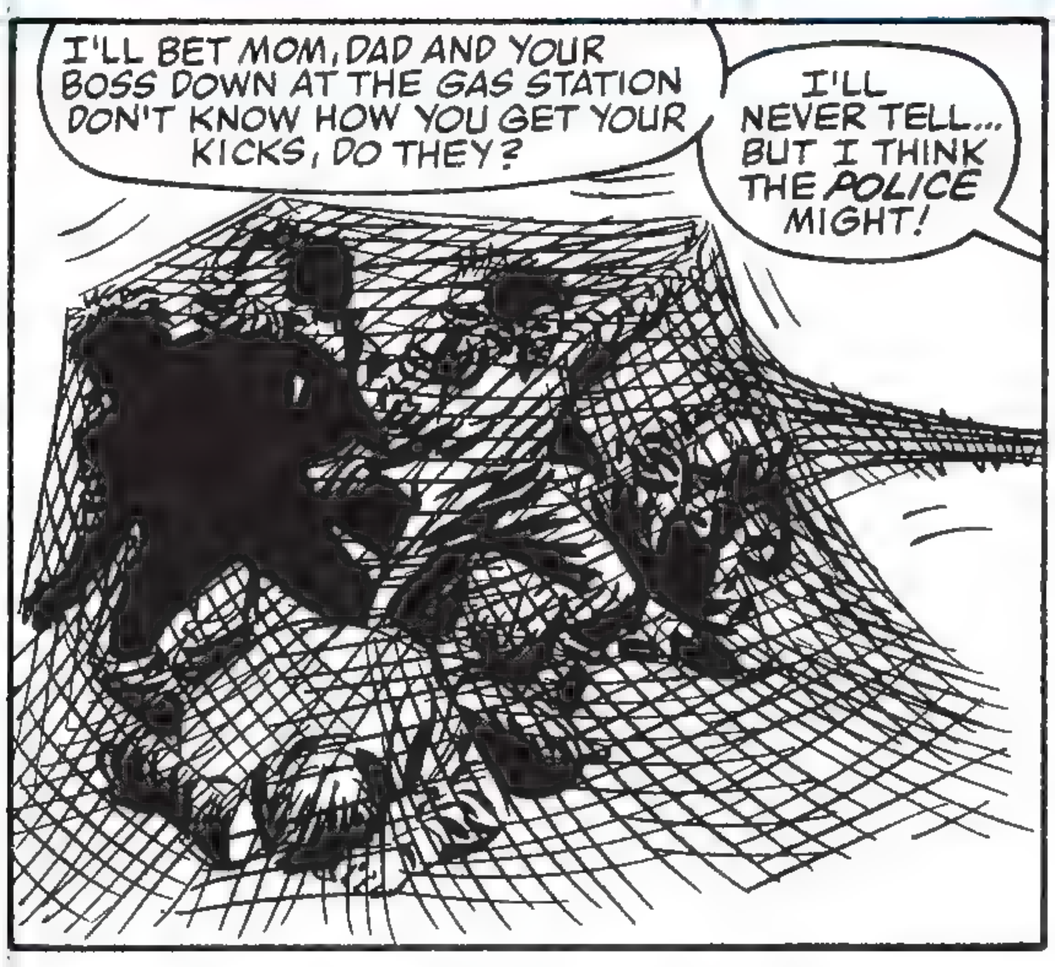

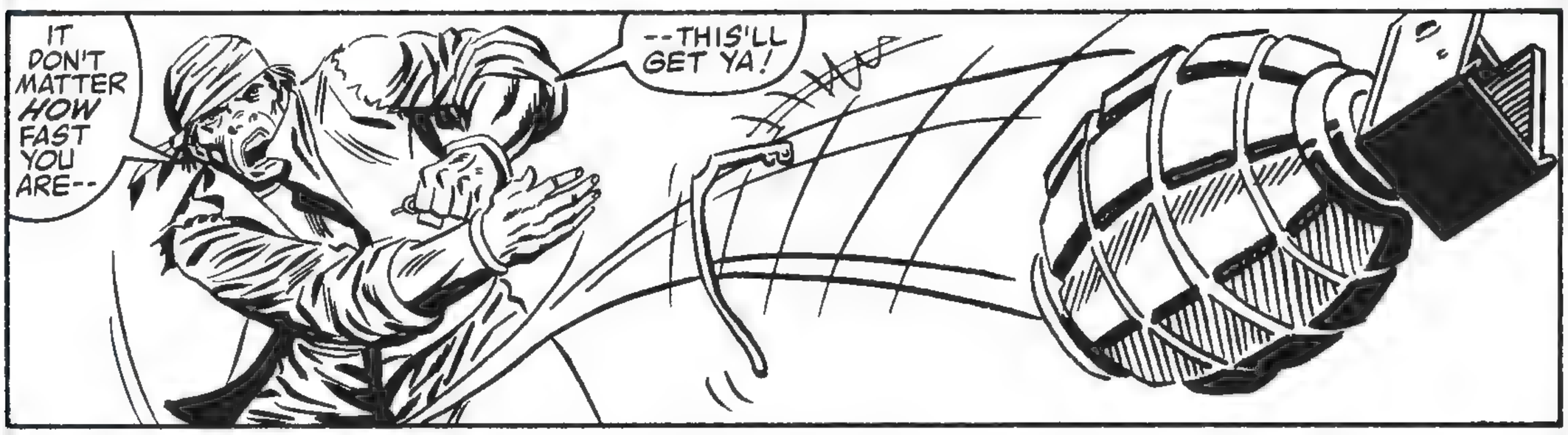

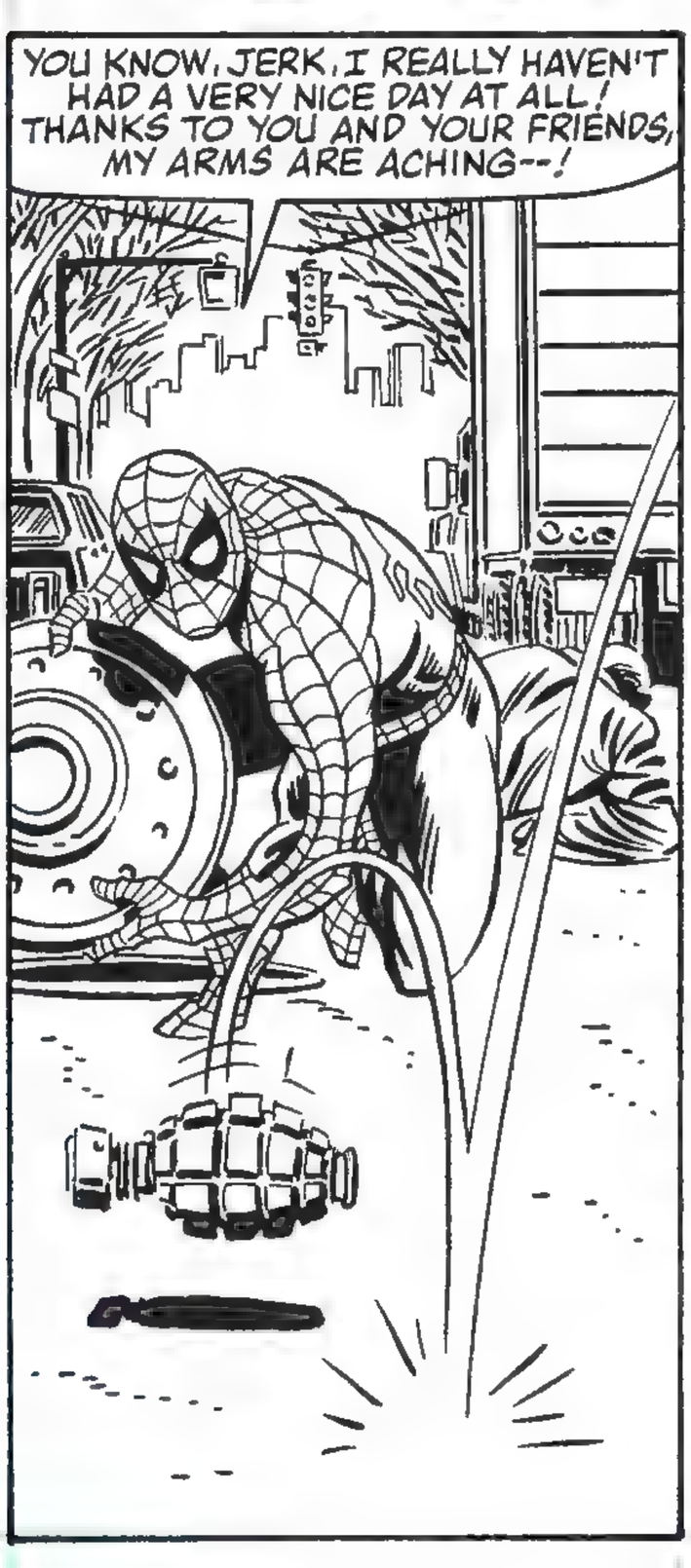

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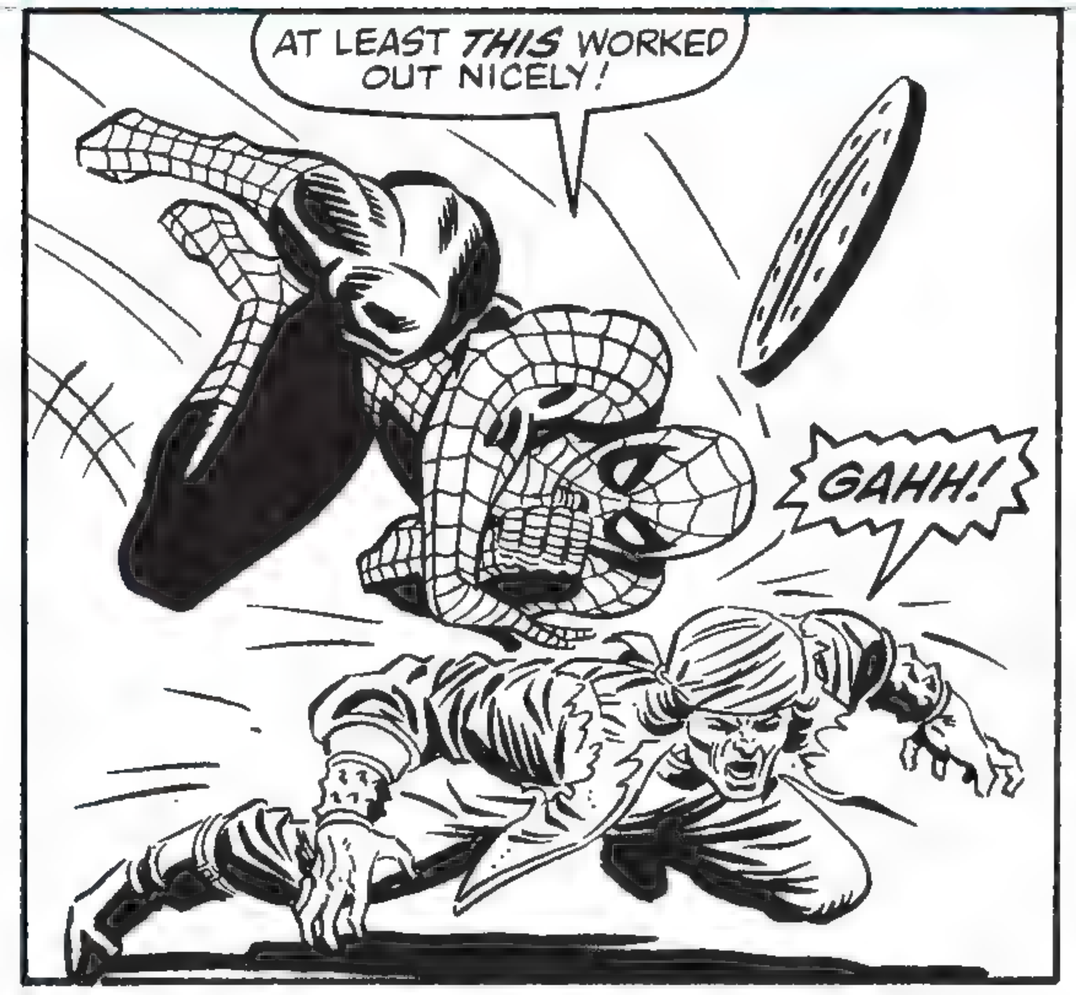
Book | Issue # | pg. #



ESPECIALLY IF I MAKE A QUICK EXIT!

I WONDER WHAT SHE WAS DOING HANGING OUT UP THERE AT THIS TIME OF NIGHT? IT MUST BE FOUR A.M.!

AW, WHO CARES? RIGHT NOW I'M JUST TOO EXHAUSTED TO WORRY ABOUT IT!

HE'S GONE!

*ONE SHORT SUBWAY RIDE LATER, **PETER PARKER** ARRIVES IN MANHATTAN'S CHELSEA SECTION...*

WHAT A WASTED NIGHT! SURE, I HELPED THAT OLD GUY OUT--! BIG DEAL! PROBABLY HUNDREDS OF OTHER MUGGINGS WERE GOING ON ELSEWHERE AT THE SAME TIME!

IN THE LONG RUN, WHAT DIFFERENCE DOES ONE LESS MAKE?

IT JUST MAKES ME TIRED!

EVER SINCE UNCLE BEN WAS KILLED BY A BURGLAR, I'VE BEEN SPENDING MY NIGHTS FIGHTING CHEAP THUGS AND EVEN SUPER CRIMINALS--!

BUT WHAT GOOD DOES IT DO?

IF I'M TRYING TO MAKE UP FOR NOT BEING THERE WHEN UNCLE BEN NEEDED ME, IT ISN'T WORKING! I NEVER FEEL ANY BETTER ABOUT THAT!

AND AS FOR THE MONEY I MAKE SELLING PICTURES OF MYSELF IN ACTION TO THE PAPERS--

HUH! I'D BE BETTER OFF WORKING PART-TIME AT *BURGER KING!*

MAYBE I'VE BEEN KIDDING MYSELF ALL ALONG...

MAYBE I'M *REALLY* JUST LIKE THOSE MOTORCYCLE HOODS--PUTTING ON A COSTUME AT NIGHT AND GOING OUT LOOKING FOR CHEAP THRILLS!

WELL, THE THRILL IS GONE! BROTHER, IS IT *EVER!*

Book Issue # pg. #

AT THAT MOMENT, AT THE MAXIMUM SECURITY BLOCK OF THE OSSINING CORRECTIONAL FACILITY...

BA-DOOOM!

GET THOSE LIGHTS TURNED! DOCTOR OCTOPUS IS ESCAPING!

HOW DID HE GET THOSE MECHANICAL ARMS OF HIS BACK?

WORRY ABOUT THAT LATER! FIRE!

I CAN'T HIT HIM! HE'S MOVING TOO FAST!

MOMENTS LATER...

AH! THERE IS MY RIDE, JUST AS PLANNED!

DID EVERYTHING GO ALL RIGHT, DOCTOR?

VERY WELL, CHRIS! YOUR "FRIENDS" ON THE INSIDE WERE MOST HELPFUL!

LOUISE AND I ARE VERY GLAD YOU CHOSE US TO WORK WITH, DOCTOR! I BET YOU'RE REALLY ANXIOUS TO GET STARTED AGAIN!

YES...I SUPPOSE!

YOU SOUND *DOWN*, DOC! IS SOMETHING WRONG?

WHAT? OH... NO, I'M JUST ...WEARY!

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Book | Issue # | pg.

Inking

An inker does his work on original comics art pages which are entirely finished except for the inking (and coloring, but remember, coloring is done on copies). The next five story pages of this book are penciled, scripted, and lettered, but left uninked, to simulate the actual working conditions professional Marvel Comics inkers face.

Tools and Technical Information:
The inker literally redraws the penciler's work in ink, right on top of the original pencil lines, making the drawing darker, sharper and less smudgy—and thereby more suitable for printing.

Inkers generally use **India ink** or other indelible black inks, which are available in any art supply store. Inkers also use various forms of opaque white paint such as **Pro-white** or **Sno-pake**, for corrections and occasionally for special effects. These are also available at art supply stores as well as some stationery stores. Inkers apply ink over the penciled art using a wide variety of pens and brushes. The brushes used are usually fine-point **Winsor Newton brushes**, size #2 or #3. The pens used are usually artists' drawing pens with flexible nibs. Often, fine-pointed pens called "crowquills" are used. But, there are no rules about equipment—any instrument which puts the ink on the paper and creates the desired effect is fine. In fact, just about anything which puts black or white lines or dots on paper can be used as an inking tool—including thumbs, forks, zip-a-tone, sponges, you name it. For the moment though, let's stick with the basics.

The Goal:
As previously stated in the introduction to coloring, the primary purpose of all of the individual creative processes that go into comics is storytelling—conveying the story in the best, most effective way.

How can an inker, who is only finishing and embellishing the penciler's work, contribute to storytelling? The inker can't alter the dialogue, and must work with the drawings provided by the penciler—but he or she can follow these priorities:

1. **Clarity**—Make each panel clear and easy to interpret visually. Make it easy for a reader to tell just what he's looking at. Work to polish and clarify what the penciler has drawn.

2. **Depth**—The inker is in complete control of value, meaning how light or dark something is. Careful placement, or "spotting," of black areas can greatly influence the illusion of depth. Thickness of the outlines is another key factor. Creating depth is extremely important to clarity. Generally speaking, large, dark areas "come forward" and large, open or white areas "fade back." As with coloring, however, it's all relative and each panel is a bit different.

3. **"Convincingness"**—For an inker, like a colorist, this means creating mood, effect, and the illusion of reality. Again, photographic realism isn't really possible or even necessarily desirable—what matters is giving your work a convincing feel. Inkers can do this by using techniques which make round objects look round, flat objects look flat, metal look like metal, hair look like hair, glass look like glass, etc. By carefully examining the outstanding work of inker Allen Milgrom on the preceding pages, you'll be able to see examples of such techniques, and you'll learn a lot about the craft in general!

   Give it a try!

NEXT MORNING, THE IMPOSING EDIFICE THAT HOUSES THE NATION'S LARGEST-SELLING DAILY NEWSPAPER--

--IS VISITED BY A CERTAIN TROUBLED YOUNG MAN...

I HOPE ROBBIE WILL GO ALONG WITH WHAT I'M GOING TO ASK HIM!

MOMENTS LATER, IN THE CITY ROOM...

THERE MUST BE SOME OTHER KIND OF FREE-LANCE PHOTO-GRAPHY I CAN DO--*SPORTS*, MAYBE...

...DOUBLE-SPACED, PLEASE, BETTY!

HI, ROBBIE, HOW'S MY FAVORITE EDITOR IN CHIEF?

HM? OH, HELLO, PETER!

WHAT CAN I DO FOR YOU, SON?

WELL... IT'S JUST THAT I DON'T THINK I'LL BE TAKING MANY MORE CRIME PHOTOS... OR PIX OF SPIDER-MAN!

I WAS WONDERING IF, MAYBE, YOU COULD ARRANGE FOR ME TO DO SOMETHING ELSE!

FORGET IT, PARKER! NOT AS LONG AS *I'M* PUBLISHER HERE!

BUT, JONAH--!

GET THIS STRAIGHT, PARKER! WE DON'T PAY YOU FOR YOUR PHOTOGRAPHIC ARTISTRY-- WE PAY YOU TO GET PICTURES, HOWEVER BADLY SHOT, THAT NOBODY ELSE SEEMS TO BE ABLE TO GET! NOW DON'T SHOW YOUR FACE HERE UNTIL YOU HAVE SOME EXCLUSIVES OF ***DOCTOR OCTOPUS!***

DOC OCK? HE'S *FREE*--?

OF COURSE HE IS! HE BROKE OUT OF PRISON LAST NIGHT!

OH...

SOMETHING WRONG? YOU LOOK PALE!

SHOULD BE OUT GETTING PIX OF DOC OCK'S ESCAPE

XEROX | STATS | CODE

Book | Issue # | pg. #

NO! NO... EVERYTHING'S FINE! I JUST HAVE A LOT ON MY MIND!

'BYE!

PSST, PETE! PETER PARKER!

HUH? OH... HIYA, ANN! WHY THE WHISPER?

'CAUSE OLD JONAH WOULD HAVE A FIT IF HE EVER SAW THIS! IT'S A PERSONAL AD TO *SPIDER-MAN*! YOU'VE GOT TO CHECK IT OUT!

NAH...I THINK I'LL PASS, ANN! I'M NOT IN THE MOOD FOR A LAUGH RIGHT NOW!

OUTSIDE...

HELLO, AUNT MAY...

PHONE

PETER! HOW ARE YOU, DEAR! I CAN'T WAIT TO SEE YOU THIS EVENING! IT'S BEEN ALMOST A WEEK, YOU KNOW!

I'M MAKING YOUR FAVORITE DINNER!

CALL TO AUNT MAY

I--I WON'T BE COMING OVER TONIGHT, AUNT MAY! I JUST DON'T FEEL UP TO IT! I'M SORRY!

PETER--! YOU SOUND SO DEPRESSED!

NO, I'M OKAY... REALLY! I JUST NEED TO BE ALONE! GOOD-NIGHT!

LATER...

SO, THE MOST DANGEROUS MADMAN ON EARTH IS FREE AGAIN! WHY DO I FEEL AS THOUGH **I** HAVE TO DO SOMETHING ABOUT IT?

MAYBE IT'S BECAUSE I KNOW THAT ONLY SPIDER-MAN *CAN* STOP DOC OCK!

SHE'S WORRIED

LATER AT PETE'S APT.—

XEROX | STATS | CODE

Book | Issue # | pg. #

SURE, I'VE ALWAYS WON... SO FAR-- BUT IF I LOSE *ONCE* AGAINST OCK, I'M DEAD! AND FOR WHAT? BECAUSE I WANTED KICKS? THRILLS?

MAYBE I SHOULD JUST LET THE *POLICE* GO AFTER HIM! I'VE GOT ENOUGH TROUBLES OF MY OWN!

MEANWHILE, IN A MODEST LONG ISLAND HOME...

SO... SOON I RENEW MY QUEST FOR WEALTH AND POWER!

AND, AS ALWAYS, SPIDER-MAN WILL OPPOSE ME... AND QUITE PROBABLY *DEFEAT* ME AS HE HAS EACH TIME BEFORE! IT TIRES ME JUST THINKING ABOUT IT!

AGAIN AND AGAIN, I PLAN AND STRIVE... AGAIN AND AGAIN, I AM *HUMBLED!*

AND WHAT DO I HAVE TO SHOW FOR ALL MY EFFORTS?

EVEN THESE TWO HAVE MUCH MORE THAN I, THE MIGHTY DOCTOR OCTOPUS! THEY HAVE A HOME... AND EACH OTHER!

I HAVE *NOTHING!*

I'D TRADE ALL MY GRANDIOSE SCHEMES FOR SUCH SIMPLE HAPPINESS!

BUT SPIDER-MAN WON'T *LET* ME FIND PEACE! HE'LL HUNT ME DOWN NO MATTER WHERE I HIDE!

HE'S SEARCHING FOR ME EVEN NOW! I KNOW IT! I CAN *SENSE* IT!

HEY, DOCTOR, LISTEN TO THIS!

...FOUND A MOST UNUSAL *PERSONAL AD* IN TODAY'S DAILY BUGLE--

--AN OPEN LETTER TO *SPIDER-MAN!*

IT READS: "DEAR SPIDER-MAN, I SAW YOU SAVE A MAN'S LIFE LAST NIGHT--

--AND AFTERWARDS, I SAW YOU CHANGING CLOTHES IN THE SHADOWS! FOR THE FIRST TIME I REALIZED THAT YOU'RE A REAL PERSON, TOO! I MEAN, I NEVER GAVE IT MUCH THOUGHT BEFORE!

Book Issue # Pg #

AFTER YOU LEFT, I WONDERED FOR A LONG TIME WHY ANYONE WOULD PUT ON A STRANGE OUTFIT AND RISK HIS LIFE SAVING PEOPLE! WHAT'S *WRONG* WITH YOU?

THE MORE I THOUGHT ABOUT IT, THE MORE I WONDERED WHAT'S WRONG WITH THE *REST* OF US?

I'M GRATEFUL THAT YOU DO WHAT ONLY YOU CAN DO! YOU'RE A *WHITE KNIGHT*, SPIDER-MAN--AND, BOY, IN THIS WORLD WE NEED ONE!" IT'S SIGNED "LOVE, THE GIRL ON THE ROOF!"

WOW...

THANKS, LADY... I *NEEDED* THAT!

SUDDENLY, EVERYTHING'S SO *CLEAR*...

IT SHOULD HAVE BEEN CLEAR ALL ALONG...

RIGHT THERE IS ALL THE REMINDER I SHOULD EVER NEED --THAT MICROSCOPE! YEARS AGO, AUNT MAY AND UNCLE BEN SCRIMPED AND SAVED TO BUY IT FOR ME--

--TRYING TO SEE TO IT THAT I'D HAVE THE CHANCE TO MAKE THE MOST OF MY TALENT FOR *SCIENCE!*

HOW CAN I EVER DO LESS THAN MY BEST AT THAT--OR ANYTHING ELSE!

I'VE BEEN GIVEN GREAT POWER AND A CHANCE TO USE IT-- WHAT MORE CAN A MAN ASK?

SEES UNCLE BEN'S

XEROX | STATS | CODE

Book | Issue # | 29

NEXT MORNING, AT THE DAILY BUGLE...

MACINTOSH--!

UM...RIGHT HERE, MR. JAMESON! SOMETHING WRONG?

THIS *PERSONAL AD*, GLORIFYING THAT WEBBED IDIOT--! WHAT IS IT DOING IN *MY PAPER*?!

OH, THAT? UM...WELL, IF YOU DIDN'T LIKE IT, I--I GUESS I SHOULDN'T RUN THE ONE THAT JUST CAME IN THIS MORNING, OBVIOUSLY FROM THE SAME GIRL!

AT GAL + ROBBIE

NO!

AND, FURTHERMORE, MISS MACINTOSH, YOU CAN CLEAN OUT YOUR DESK! YOU'RE *FIRED!*

JONAH, CALM DOWN!

EVERY OTHER DAILY IN TOWN IS REPRINTING THE AD WE RAN YESTERDAY ON PAGE ONE IN BIG TYPE--

--AND THEY'RE SELLING OUT!

THANKS TO ANN MACINTOSH HERE, WE'VE GOT A VERY HOT ITEM ON OUR HANDS!

OH!

NOW, I'D LIKE TO *KEEP* ANN, AND PRINT THE SECOND AD, IF IT'S OKAY WITH YOU...

OKAY...

AND, I WANT TO RUN A BLURB ON THE FRONT PAGE *HYPING* IT!

A *SMALL* BLURB!

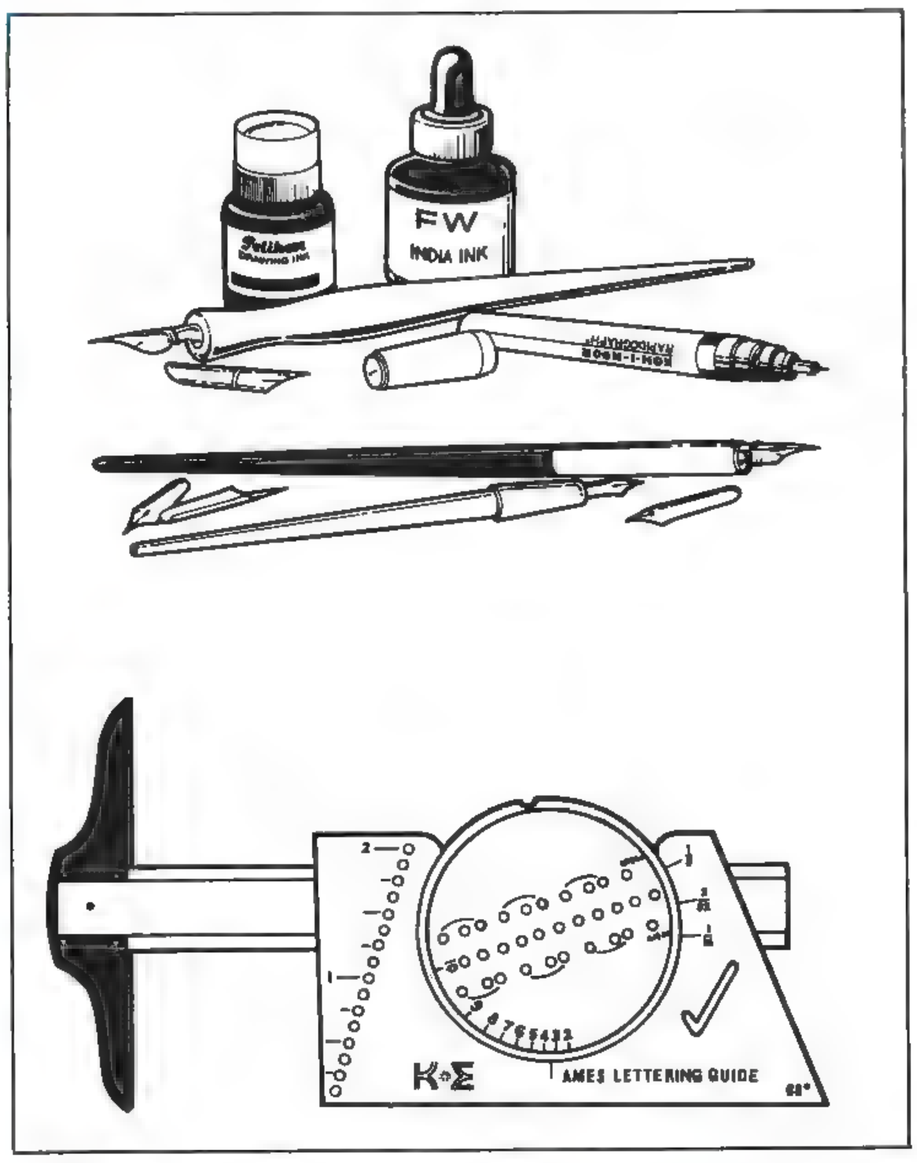
GRRMBL GRRWLL SNNRRL

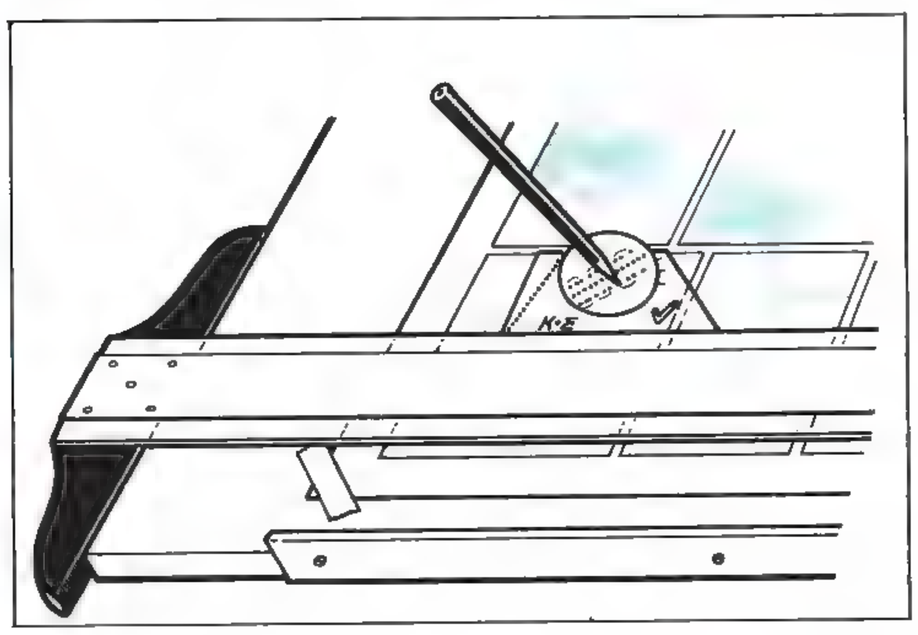
WILL PRINT IT— SO WILL WE!

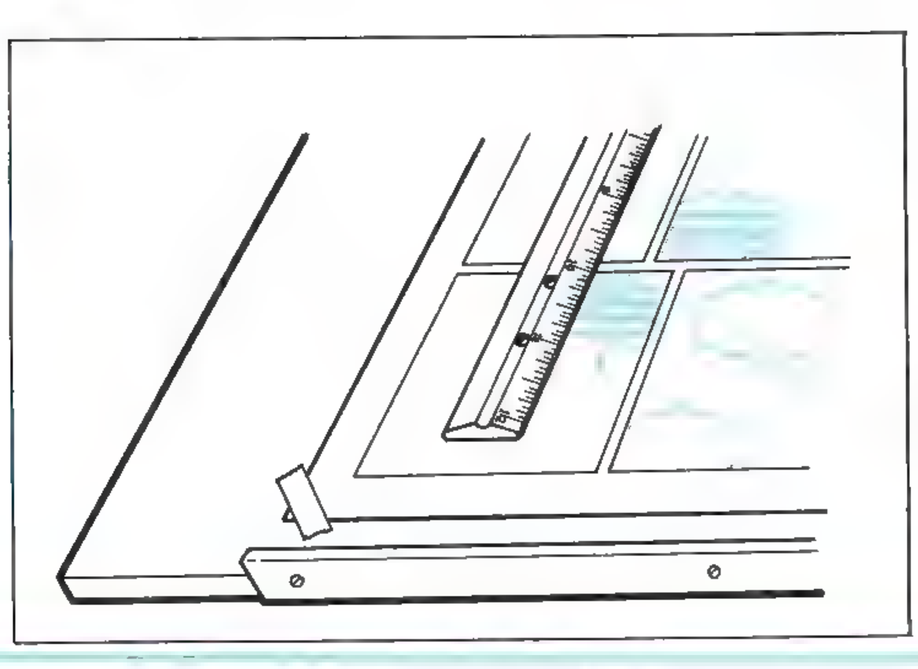
XEROX | STATS | CODE

Lettering

A letterer does his work on original, penciled comics art pages once they are scripted. The next two story pages of this book are penciled and scripted, but not lettered, to simulate the actual working conditions professional Marvel Comics letterers face.







Tools and Technical Information
The letterer inscribes the dialogue, sound effects, captions and other copy (written by the scripter) directly onto the art pages where indicated by the scripter. The numbered lines of copy (dialogue, captions, etc.) on the script pages (see next page) correspond to the numbered rough indications for balloons, captions, etc. on the art pages. The letterer also draws the balloons and the borders around the panels.

Letterers use **India ink** or other indelible black inks, which are available in any art supply store, and a wide variety of lettering or calligraphic pens. Being that lettering pen nibs are designed to give an even, consistent line, most letterers use several pens to achieve various thicknesses of lines. The pen nibs most commonly used include the **Speedball** A-5, FB-6, B-6, and B-5½, and the **Hunt** #107 crowquill, all of which fit in standard or crowquill holders. However, there are no rules about equipment—any instrument which can be employed to create the desired quality of lettering is fine.

To rule guidelines for his lettering, a letterer generally uses a **T-square** and a device called an **Ames guide**. The Ames guide, positioned on the paper and resting on the edge of the blade of the T-square enables the letterer to quickly rule a set of guidelines by placing the point of a pencil in the measured holes of the Ames guide and sliding it back and forth (as shown).

Comics letterers usually set their Ames guides on "3¼" to make guidelines with proper spacing (about ⅛") for the actual letters, allowing a smaller space (about 1/16") between lines.

It is, of course, possible to rule guidelines using an ordinary ruler—it just takes a little longer.

In order for the lettering to be neat and even, the guidelines, of course, must be done with care. They should be straight and square to the page.

The Goal:
Storytelling, as always, is the goal. A letterer can contribute by making the copy neat, legible, evenly spaced, and mistake-free. Balloons should be smooth and unobtrusive. Balloon pointers should be straight and directed toward the mouths of the intended speakers. Sound effects and other types of large "display" lettering are extremely important—and they offer the letterer his best opportunity to be creative. If you study the superb job done by Marvel Comics letterer Jim Novak on the preceding pages, you'll pick up a lot of the fine points of comics lettering. Every comics letterer, of course, has idiosyncracies of style, but generally speaking, the style should be unobtrusive—the best lettering is the least noticed!

Allowing for slight stylistic variations, the more your work looks like Jim's the better it is.

Give it a try!

The Script

Page 13

1. JJJ: ...Dad-Blasted-Wretched-Rotten way to start a day...
2. Spider-Man: Good morning, Sunshine!
3. JJJ: Oh, no--!
4. JJJ: What do you want?
5. Spider-Man: Why, I'm fine, thanks! How kind of you to ask! I see you're crabby as usual!
6. Spider-Man: I'm here on business, sort of...
7. Spider-Man: I'd like you to do me a little favor! I've got a personal ad I'd like you print -- two of them actually...
8. Spider-Man: A thank you to my secret admirer...
9. Spider-Man: ... and a warning to Doc Ock!
10. JJJ: Is that so? All right, I'll print them...!
11. JJJ: But I hope Octopus makes mincemeat out of you!
12. CAP: Meanwhile, in Brooklyn...
13. TYPESET: BROOKLYN SAVINGS AND LOAN (3 times)
14. Doc: Hurry! Get the money! Move, blast it!
15. Chris: No sweat, Doc! We've got lots of time!

Page 14

1. Doc (t): What's wrong with me? My heart's pounding like a triphammer!
2. Doc (t): Why do I keep expecting Spider-Man to leap from every shadow?
3. Chris: Jeez, Doc --! Knocking over a savings and loan to get some operating cash is no big deal! Why are you so nervous?
4. Doc: Shut up! Get in the car and let's get out of here!
5. Louise: While you guys were in the bank, I stole a paper! Here, Doctor--! Check out the headline!
6. Louise: There's also another personal from Spider-Man's "Secret Sweetheart" -- and a reply from Spider-Man himself!
7. TYPESET: SPIDER-MAN: "WATCH OUT DOC OCK" A NEW PERSONAL FROM SPIDER-MAN'S SECRET SWEETHEART! AND SPIDER-MAN'S REPLY!
8. Doc: Hmm! More of the same soppy idolization from her...
9. Doc: But his--! I--I don't believe this! It can't be true--!
10. Doc: This is maddening!
11. CAP: Elsewhere...
12. Janet: Wow! A personal ad from Spider-Man to me!
13. Janet: "Dear Maiden Fair, I was ready to hang 'em up, but you renewed my faith in myself! Thanks! Love, Spider-Man!"
14. Janet: Oh, Wow!
15. CAP: Later, at Peter Parker's apartment...
16. Pete: Aunt May! What are you doing here?
17. May: I want to have a word with you, young man!

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PAGE _____ PANEL # _____ TO #

CUT TO JANET -
SEE PREVIOUS SM'S RESPONSE

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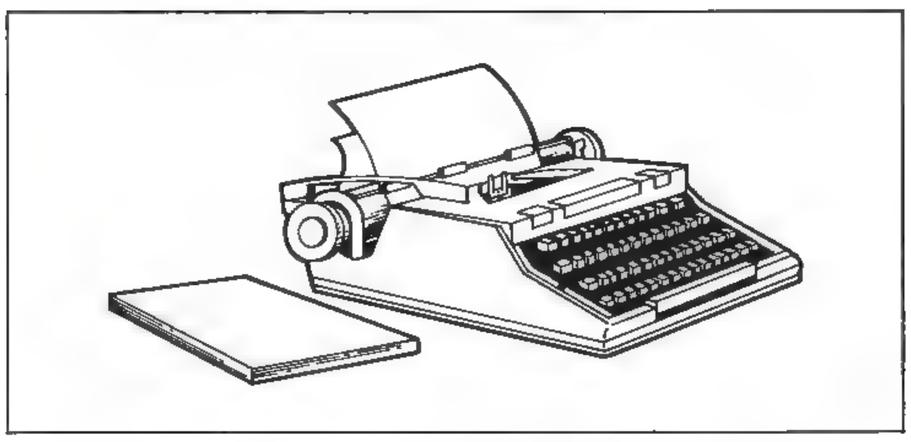
Book | Issue # | pg. #

Scripting

A scripter does his work using the original comics art pages produced by the penciler, based on the story plot. The next five story pages of this book are penciled but not scripted. The portion of the story plot from which these penciled pages were drawn appears on the following page for you to refer to, as a professional comics scripter would. This simulates the actual working conditions professional Marvel Comics scripters face.



Tools and Technical Information:
The scripter creates the dialogue, sound effects, captions, and other copy which appears on finished comics pages (which the letterer actually inscribes on the pages). He also indicates just where in each panel the copy he's written should be placed. He does this by numbering the copy on his typed script pages and making correspondingly numbered rough indications of the balloons, captions, etc. where he desires them on the art pages. In the section on lettering, two pages of actual script are reproduced, as well as two pages of art with placement indications (pages 16–18 of this book). Refer to these as examples.

Scripters type their scripts on regular typing paper. The only other tool necessary is a pencil to indicate where the copy he writes is to be placed on each art page by the letterer.

The Goal:
Storytelling, again, of course, is the primary goal—communicating the ideas of the story, generating interest in the story, keeping the readers aware of essential story information, and most of all, entertaining them.

The scripter generally also created the story plot, but not always. Whether he did or not, he must convey all the plot's points by writing appropriate dialogue and captions. Ideally, the scripter is constantly moving the story forward, building drama, and developing the story's theme. At the same time, it is important to keep the dialogue sounding natural and in character.

Closely examine the dialogue, captions, and other copy on the preceding pages. Try to get a feel from those pages for what kind of information is best conveyed in captions and what is best covered in the dialogue. Count the words in various balloons and captions to get an idea for how much copy you can comfortably fit in a balloon or caption…in a panel…on a page. Study the placement of the copy. Note that an effort is made not to cover anything important in the art. This should be especially easy to see on the pages in the lettering section. Pay special attention to the way sound effects are used.

Give it a try!

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The Plot

PAGE FIFTEEN: Aunt May lectures Pete. She didn't like how he sounded last night -- like a quitter. Parkers aren't quitters, she says! She pulls out the personal ads, Janet's and Spider-Man's, which she clipped from the paper. Look, she says! Spider-Man is showing some gumption -- and, if a lowlife like that -- that masked scoundrel can show some gumption, surely he, Pete, can, too! Pete is bemused. He picks May up and hugs her. Though, of course, she had nothing to do with him getting his "gumption" back, he pretends she did and thanks her profusely. She leaves, proudly. He loves her.

PAGE SIXTEEN: Cut to Doc Ock, Louise, and Chris the next day. Louise has several newspapers spread out on the table. They're all literally filled with strange personal ads -- many claiming to be from Spider-Man's secret girlfriend (as Janet has become known), or from Spider-Man, or from Galactus, Knute Rockne, whoever. They're all phonies, of course -- but once a fad starts in the Big Apple, it comes on strong. Louise is amazed by all of this. Doc Ock is angered by it. If not for that girl's first personal ad, Spider-Man might have given up the hero biz. Suddenly Doc gets an idea... maybe he'll run a little personal ad of his own. He tells Louise and Chris to listen closely...

PAGE SEVENTEEN: Later, at Jonah Jameson's office, as JJJ prepares to go to lunch, Doc Ock comes crashing in through the window. He had a little ad he wants run. JJJ is sick -- not again! (this can be a little funny!) Ock threatens JJJ. Jonah calls and orders the presses stopped.

PAGE EIGHTEEN: Cut to Peter Parker reading the Bugle, later, with Ock's "personal" on page one. It says: "I have your secret girlfriend hostage. Be at Jameson's office at four or she dies. Horribly. (signed) Dr. Otto Octavius." Pete is beside himself. Now what? It could be a bluff. (It is, in fact, but he doesn't know that.) He calls the police, hoping that she's called (whoever she is!) to report that it's not true -- that she's really safe. Naturally, the police have gotten hundreds of calls from people claiming to be "Spider-Man's secret girlfriend" claiming all sorts of wild things. They've gotten calls from "Dr. Octopus" too -- all phonies. There's nothing to do but obey the orders in Ock's ad. Pete changes.

PAGE NINETEEN: Cut to JJJ's office as Spider-Man enters. JJJ is ranting. That first ad never should have been allowed to run! What does Ock want me to do, asks Spider-Man. Wait here, says JJJ, who continues ranting. Oh, no, thinks Spider-Man -- I've got to stay here and listen to JJJ -- boy, Ock fights dirty.

Cut to the Bugle's reception desk area. There are police around, of course, and a few civilians, reporters, etc. milling. Suddenly, Janet races in!

PICKS HER UP IN A HUG

A KISS FOR HELPING HIM OUT OF DOLDRUMS (SHE

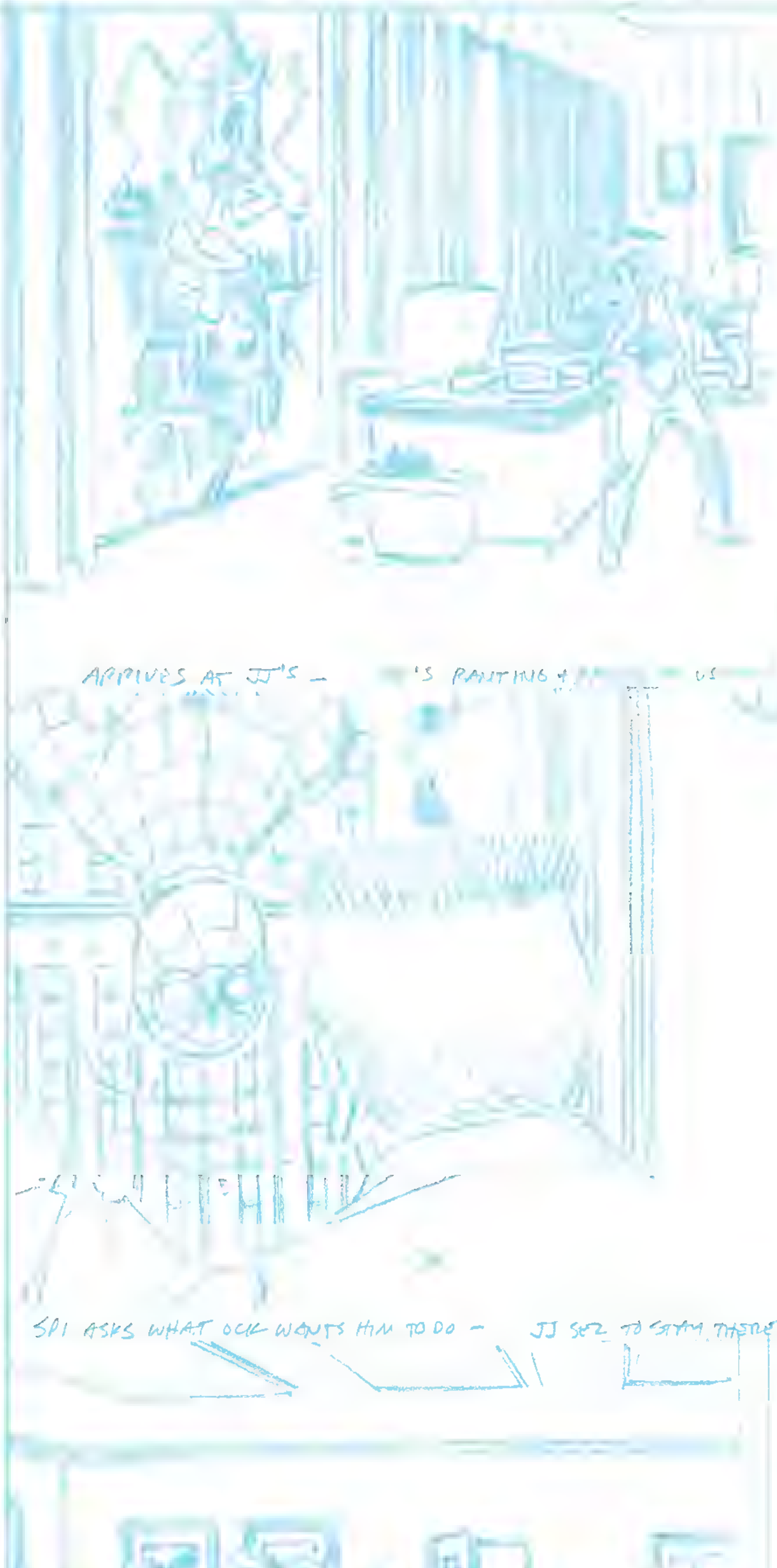
WHAT A LADY—

BY FAD OF PHONY ADS

DOC OCK IN — JJ TURNS TO HOST BEHIND DESK —

YEAH - HOLY COW

5th PREC
JD BE A BLUFF BUT CAN TAKE CALLS COPS SY CAN NO BUT TO FOLLOW ORDERS — NO MATTER WHAT.
CHANGED — CLIMBS



ARRIVES AT JJ'S — 'S PAINTING

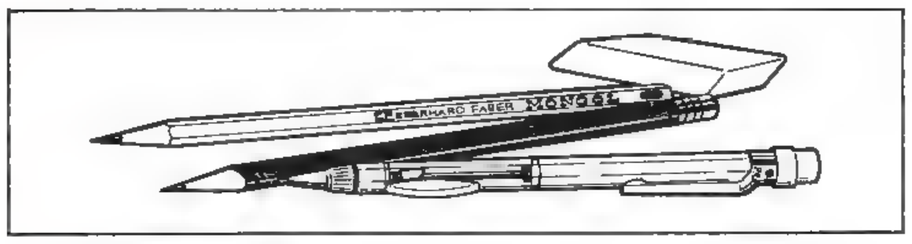
SPI ASKS WHAT OCK WANTS HIM TO DO — JJ SEZ TO SIT IN THERE AND WAIT — SPI THINX - OH NO.

Penciling

A penciler does his work on art boards, guided by a story plot created by a writer. It is the basis for what he draws, though it doesn't tell him exactly what to draw. The next five story pages of this book are blank, except for the standard Marvel art board markings. The story plot for those pages appears on the following page for you to refer to as a professional penciler would. This simulates the actual working conditions professional Marvel Comics pencilers face.

Tools and Technical Information:
A penciler tells in pictures the story outlined in the story plot. He has to imagine panels and panel sequences that will best dramatize the events described in the story plot, and then he has to draw them in pencil.

Pencilers generally use fairly ordinary **pencils**. Usually they prefer pencils with a rather hard lead (#2, HB, or harder), which is less messy and easier on the inker. Some use mechanical pencils or special artists' pencils. Some (like the artist who penciled this book) even use erasable blue pencils. And, of course, they frequently use erasers. There are no rules about equipment—any erasable pencil you find comfortable is fine.



The Goal:
Storytelling, absolutely, is the number one concern. The penciler's role is the key role in the chain of creative disciplines which are allied to make comics. True, the writer of the plot begins the creative process—he creates the story. But the penciler is the first to tell the story in the form the readers will eventually see. Storytelling is **conveying information,** and the penciler must do this well or the entire creative process will be built on a weak foundation. He is basically drawing a series of still shots which should make the story clear and understandable even before the words are added. He's creating, in effect, a silent movie, but in still pictures.

Generally speaking there are three basic kinds of shots: long shots, medium shots, and close-ups. Though, of course, there are exceptions, each shot is generally good for conveying certain kinds of information, as described below:

1. **Long Shots**—also called "establishing shots." These are good for conveying setting or establishing a locale. They're also, of course, good for showing things or events of great magnitude.

2. **Medium Shots**—also called "action depth" shots. These show full figures or objects with no parts hidden cropped by the panel border. These shots are good for showing action. Most televised sporting events are shown almost entirely from this depth for that reason. They're also good for giving an overall view of a person or object.

3. **Close-Ups**—These include any shots closer than action depth. If any part of the subject of the picture is cropped by the panel border, the picture is a close-up. Generally close-ups are used for faces or expressive gestures. They're good for showing reaction, emotion, and feelings—and also for showing what a character looks like facially, or for showing detail on an object.

Any shot you can imagine falls into one of these three broad categories. Figuring out what information it is necessary to convey in each panel and choosing the correct shot is one of the most important things a penciler does.

There are three other priorities for pencilers to keep in mind, though these are really part and parcel of storytelling:

1. **Drawing**—Good draftsmanship is very important. Accurate perspective, solid anatomy on the figures and good composition are essential. Realism is not essential, but "convincingness," again, is. Make your drawings believable. If you can draw a camel, car or whatever that looks convincing without using reference, fine. If not, get a photo of the item in question or study a real one until you can draw it believably. Use a ruler where it's needed.

2. **Drama**—Pace the story well. Try to let it flow in an interesting manner. You are the director and the characters you're drawing are your actors—move them through the story in a dramatic manner. Use lighting and angles for dramatic effect.

3. **Dynamics**—Because our pictures don't move, creating the illusion of movement within them is vital.

Look closely at the terrific penciling by John Romita, Jr. on pages 10–14, 17–18, and 21–25. By analyzing his approach, especially on pages 21–25 (the story plot for which appears on page 20), you'll be able to crystallize your own. Oh, and by the way, pages 6 and 8 of this book have been left blank, too, so you can get in some extra penciling practice.

Give it a try!

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Book Issue # pg. #

The Plot

PAGE TWENTY: Janet pleads with the receptionist to let her in. She's "Spider-Man's secret girlfriend," and she's not kidnapped. It's a hoax -- but the police wouldn't believe her! The receptionist doesn't either. She's been turning away phonies all day.

Chris and Louise, in disguise, are there in the reception room, however, and they believe Janet. It's not hard, actually, to see that this obviously sincere young woman is the real McCoy -- especially since the imposters were usually bag ladies. Chris throws gas grenades which temporarily choke and blind everybody else, and he and Louise abduct Janet!

PAGE TWENTY-ONE: JJJ's phone rings. He answers, then hands the phone to Spider-Man. Spider-Man listens as Ock, (who now actually has Janet) gives instructions. Spider-Man is to come to a certain abandoned factory at once.

Cut to a tentacle hanging up a phone. Ock is chuckling.

Back to Spider-Man, also hanging up. He's in for it now. Jameson says, "You're not going to go there... are you?" Spider-Man is going. He must. He leaves. What courage. Even Jameson is impressed...

...but, of course, this is all Spider-Man's fault, he thinks.

PAGE TWENTY-TWO: Spider-Man swings across the city. He's worried. He sees the factory. Make it an interesting place, please. His Spider-sense is tingling a blue streak, but he enters anyway -- slowly, cautiously.

PAGE TWENTY-THREE: Finally, deep inside the factory, he senses that Octopus is near -- just beyond a heavy steel door. He rips off the door with his bare hands and leaps in to confront Ock --

But Ock is ready for him. First, this is a huge room full of equipment for whatever kind of manufacturing goes on here. (Interesting stuff, I'm counting on you). Janet is tied or shackled to a racklike device wired so that thousands of volts of electricity will fry her if Ock presses a certain button -- upon which his finger (his real finger, not a tentacle) rests. In the background Chris and Louise stand watching. They're armed.

PAGE TWENTY-FOUR: Sizing up the situation in a glance, Spider-Man freezes. He tries the usual "why-don't-you-let-her-go, this-is-between-you-and-me" line, but Ock isn't buying it. He commands Spider-Man to remove his web-shooters...slowly. Spider-Man reluctantly complies. Then he orders Spider-Man to stand on a certain spot -- stock still. If he moves, the girl dies. He intends to literally club Spider-Man to death with his tentacles while Spider-Man stands there helpless! Spider-Man has no choice. He stands unmoving where Ock pointed. Ock has been waiting for this for a long time. A heavy tentacle swings through the air at Spider-Man...

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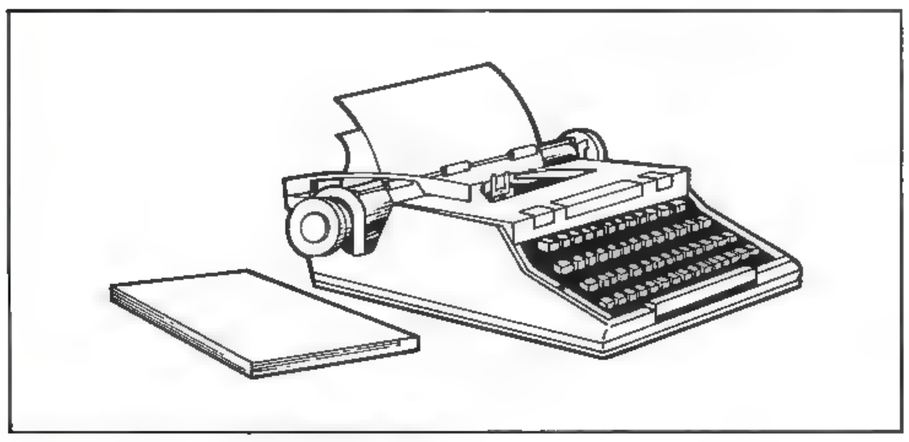
Book Issue # pg.

Plotting

A plotter does most of his work in his head. He or she invents the story. Often, the plotter is given an idea, or a "springboard," by his editor or at least has the opportunity to discuss his own ideas with him. By ending this story two-thirds of the way through, we've simulated as best we can the actual working conditions professional Marvel Comics plotters face. You've got a start—now you've got to come up with the ending.



Tools and Technical Information:
Plotters generally stare at blank walls. Many use notebooks and pencils to scrawl down ideas. After they conceive a story, they type the story plot on regular typing paper.

Examples of the story plot format can be found on pages 20 and 27 of this book.

The Goal:
Creating a good story is the goal.

A story, in the very broadest sense, is a conflict and its resolution. In order to understand a conflict, some information is required about the individual(s) involved. Therefore the simplest possible "blueprint" for a story is as follows.

—Introduce the character(s)
—Establish their situation
—Introduce the conflict (which disrupts their situation)
—Build suspense (as the conflict develops)
—Reach a climax (a climactic occurrence is precipitated by the forces in conflict)
—Show the resolution

This is not a formula—it's a definition. Unless those elements are present in a work, it is not a story. It may be something else, but it's not a story. The basic elements listed above are in every story from Little Miss Muffet to War and Peace.

Having those elements present does not make something a good story—just a story.

In order to make a good story a writer needs two things—the skill and craft to communicate ideas effectively, and…the ideas themselves. In other words, he or she must be able to say things in a way that reaches the audience—and he or she must have something to say.

It's not as easy as it sounds. The skill and craft of communicating in writing is knowing how to effectively organize abstract ink smudges—letters—into larger and larger groups—words, sentences, paragraphs, scenes, literary devices, sequences… stories. That's far too ambitious a subject for this page—but if you want to be a writer you've got to be able to make the smudges serve your purpose. You've got to know what foreshadowing and parallel construction are, and be able to use them and other devices effectively to communicate your points within a story. Remember, we all use the same words as Hemingway—it's how they're organized that counts.

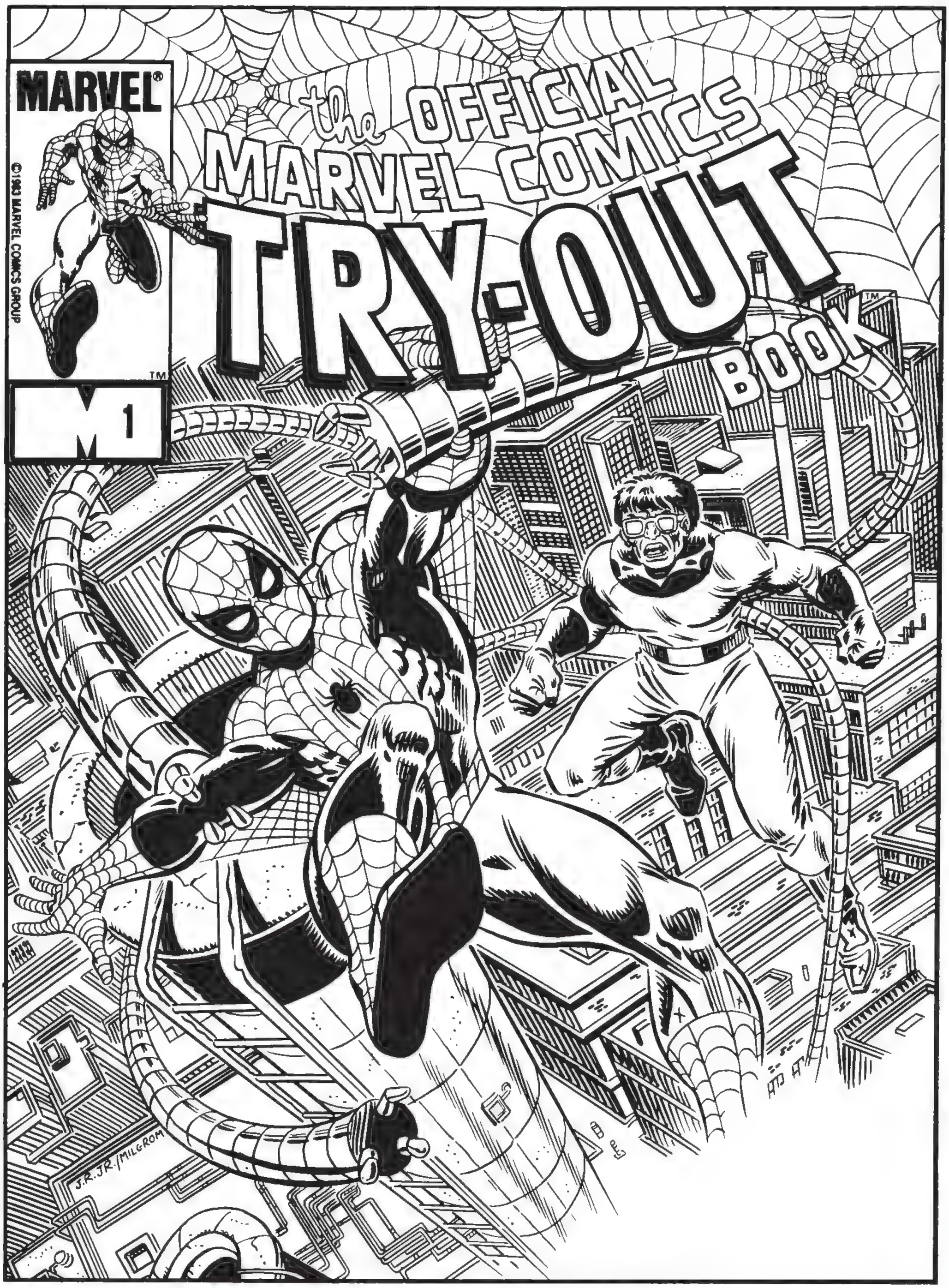
As for having something to say—some point, some insight, some idea to share through a story—that comes from within.

Got something to say?

Look around in there. You probably do.

Give it a try!

In advance of *The Official Marvel Comics Try-Out Book*'s release, Marvel sent a four-page black-and-white promotional flyer to retailers.



The OFFICIAL MARVEL COMICS TRY-OUT BOOK is Marvel Comic's answer to everyone out there who wants a chance to try out as a writer, penciller, letterer, colorist, or inker. We'll give them an opportunity to prove themselves under simulated "combat conditions" — as close as possible to actual, professional working conditions.

The MARVEL TRY-OUT BOOK will be 32 pages printed on the same art board Marvel uses. The book starts with an introduction by Jim Shooter and a few completed pages done by top-notch professional comic creators. The next section is on coloring, with a brief introduction by Jim Shooter explaining what a colorist does and the materials and techniques used by professionals. The pages which follow are completed comic pages, minus the coloring. The next section deals with lettering. Again, there will be an explanation of the tools and techniques of lettering, and a section will follow with 5 pages of the story in script form with corresponding pencilled pages. This will be an opportunity for prospective letterers to experience completing that phase of comics production.

There will also be similar sections on pencilling, inking, scripting, and plotting. Each section is prefaced by a short introduction explaining the materials and techniques used by professionals. In each section, the prospective writer, penciller, inker, letterer or colorist is given pages completed up to that step by comic professionals. This will give prospective creators the best opportunity possible to produce professional-quality samples.

The MARVEL TRY-OUT BOOK is structured around a Spider-Man story, and maintains the integrity of the story line while allowing the creator to work with professional materials in an essentially collaborative effort to complete the story. For those prospective writers who wish to try their hand at plotting, the story is left unfinished.

A *lot* of people want to be Marvel Comics inkers . . . or writers, pencillers, colorists, or letterers, but creating a comic book is a team effort — very seldom does one person do all of the creative jobs. Therefore, it's important for a prospective inker to have professional pencils to work on; a colorist professional inks; a writer, inker, or letterer to have the materials and input to enable them to produce professional quality work. The MARVEL TRY-OUT BOOK will be your customers' chance to get an insider's eye-view of the steps involved in creating a comic book as well as an opportunity to collaborate with professionals to produce quality art and writing submissions.

The MARVEL TRY-OUT BOOK will be kept in print, just as our Graphic Novels are. The first printing will ship 11/8, on sale 11/29. Make sure your orders are large enough — the MARVEL TRY-OUT BOOK will make the perfect Christmas gift for anyone who has ever dreamed of working in comics, and for every Marvel fan.

MARVEL TRY-OUT

Writer
JIM SHOOTER

Penciller
JOHN ROMITA JR.

Inker
AL MILGROM

Letterer
JIM NOVAK

Colorist
CHRISTIE SCHEELE

Editor
MICHAEL Z. HOBSON

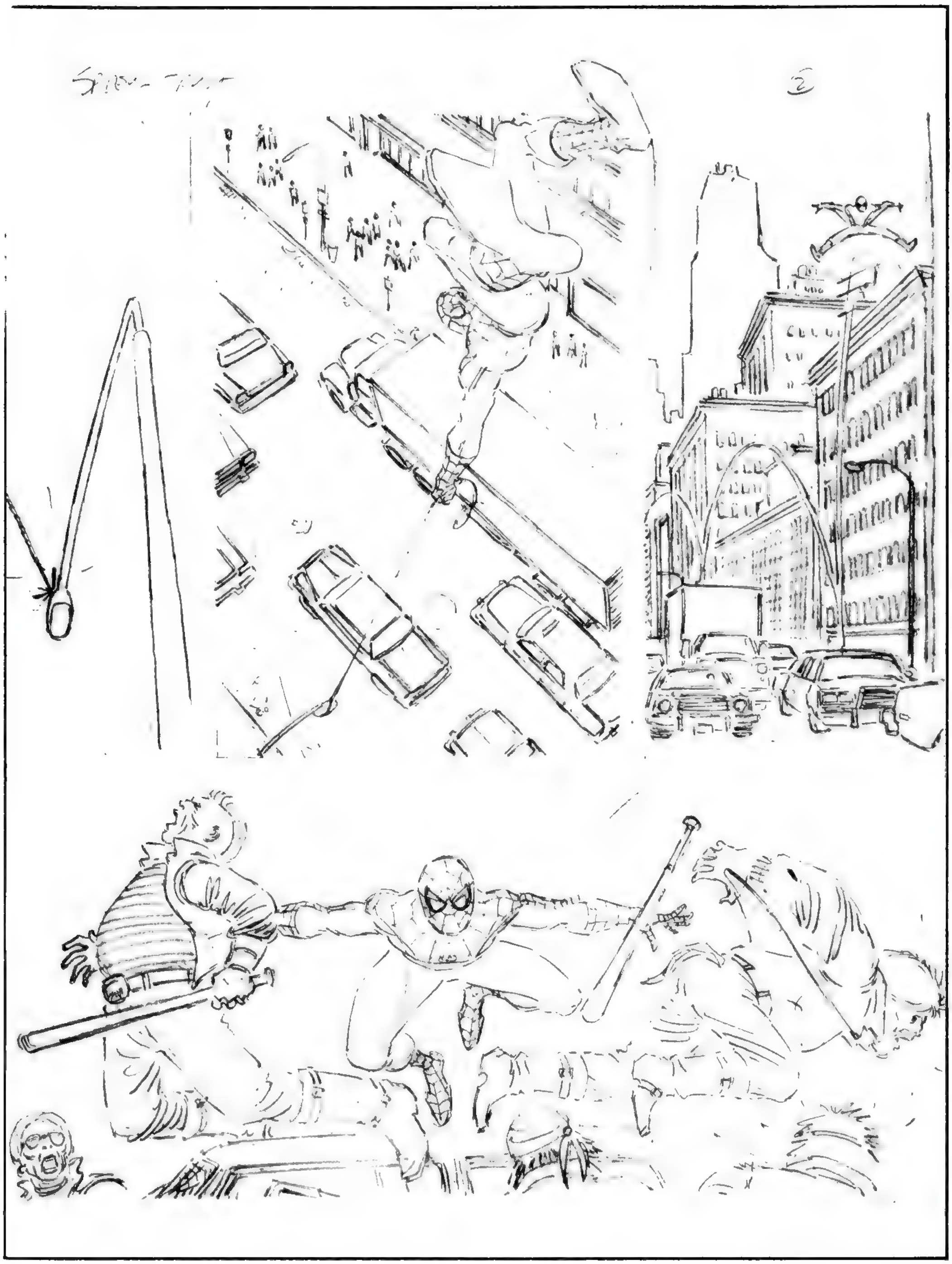
ORDERING INFORMATION

Quantity

_____ **The MARVEL TRY-OUT BOOK will be 32 pages on Marvel art board, with a 15 pt cardboard cover. $12.95.**

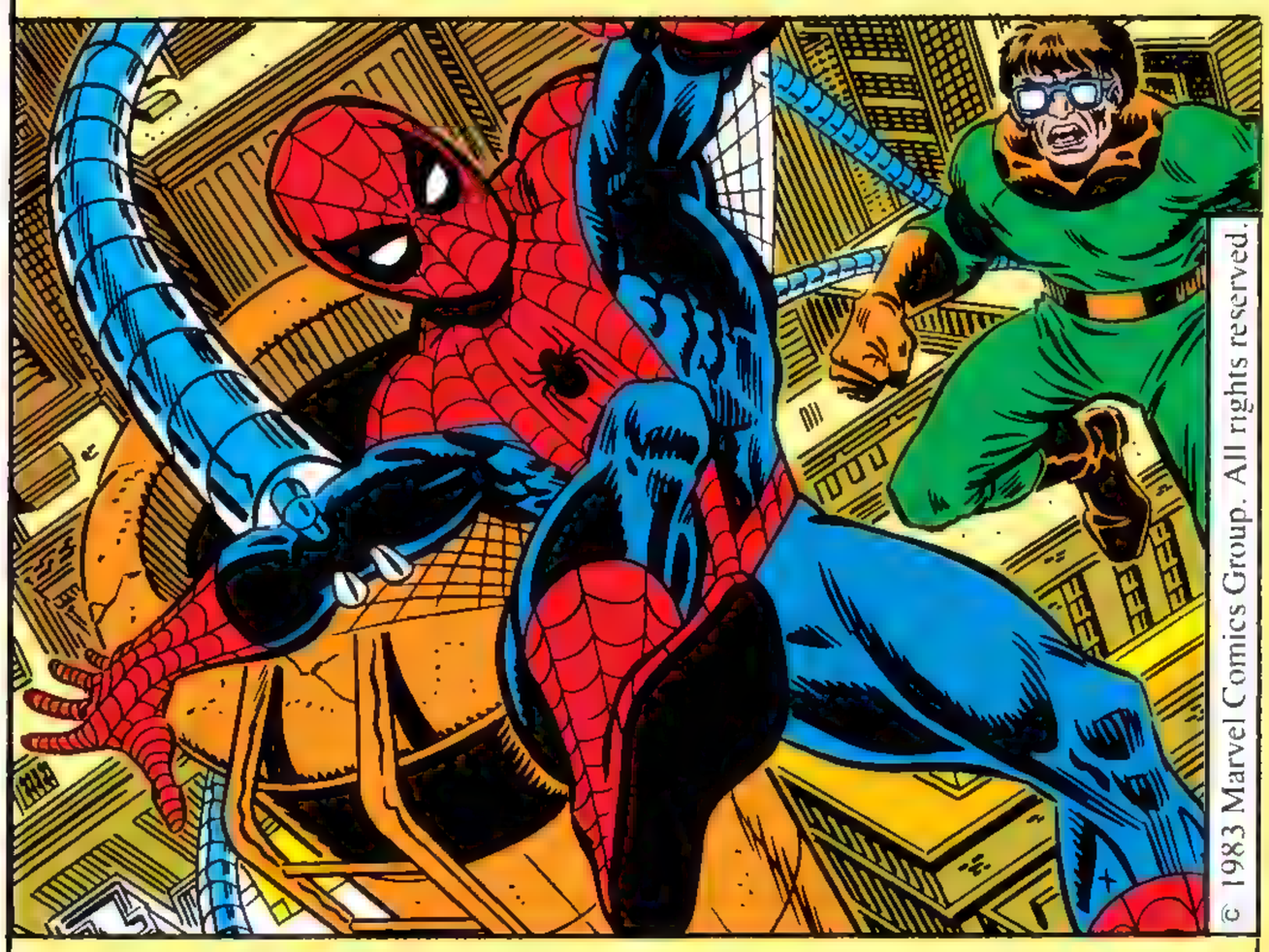
MARVEL TRY-OUT

The final page of *The Official Marvel Comics Try-Out Book* promo flyer included John Romita Jr.'s page 2 pencil art. Panels 1-3 were revised for the final book.



Marvel Age #11 (February 1984), *The Official Marvel Comics Try-Out Book* article
by Mark Lerer

WHAT IS the OFFICIAL MARVEL COMICS TRY-OUT BOOK



by **Mark Lerer**

This Christmas — make it **THE OFFICIAL MARVEL COMICS TRY-OUT BOOK**! It's more than a comic book — it's a deluxe giant-sized edition that lets *you* become a writer, artist, letterer, or colorist for Marvel!

Maybe you're one of the talented many who writes and draws your own comics. Or perhaps you've always wanted to submit your samples to Marvel, but never had the time to do it up right. Or maybe you've always wanted to try your hand at being a comics artist or writer, but never found that perfect vehicle to showcase your talents. Well, with **THE OFFICIAL MARVEL COMICS TRY-OUT BOOK**, *we*'ve done the hard part for you!

Here's what it's all about. **THE OFFICIAL MARVEL COMICS TRY-OUT BOOK** is an all-new **Spider-Man** adventure, printed on 11″ x 17″ two-ply Bristol Board, the very same stock that professionals use when they create comics! After the story gets underway, you'll find a four-page section for *you* to *color*! Got the idea? Later on, there is a five-page section reproduced from the pencil art, for *you* to *ink*! There'll be a page reproducing the story's script so that you can *letter* a page! Further along, there will be sections where you can *pencil*, *script*, or actually *plot* the story! And because we spared no effort to make this the perfect product, *full instructions* precede each section, courtesy of **Jim Shooter**.

That's not all! On the back cover, you'll find a special message from Jim explaining how to submit your work to Marvel! That's right — after you participate in crafting **Spider-Man's** peril-frought battle with **Doctor Octopus** (Whoops! In our enthusiasm, we gave away the villain!), you can send your work *in*, for Big Jim and the gang to evaluate! If you guessed that **THE OFFICIAL MARVEL COMICS TRY-OUT BOOK** is a part of our continuing search for new talent, you were right! And of course, if you want to show off all of your skills at once, say, by coloring as well as inking the ''inking'' section, feel free! This is *your* chance to shine!

Wait'll you see this glorious full-color package. The **Spidey** story itself is written by **Jim Shooter**, penciled by **John Romita, Jr.**, and inked by **Al Milgrom**! In fact, you'll probably want to buy at least *two* copies — one to work on, and one to keep for your collection.

THE OFFICIAL MARVEL COMICS TRY-OUT BOOK goes on sale November 29 at all Direct Sales Comics Specialty shops. It costs $12.95, and makes the perfect holiday gift for the budding comic book creator, *or* collector! In fact, because it's got a giant-sized all-new **Spider-Man** tale, you should pick up a copy even if you're just a casual reader!

THE OFFICIAL MARVEL COMICS TRY-OUT BOOK! This season at all Comics Specialty Shops! Grab it quick — it's sure to sell out fast!

Marvel Age #50 (May 1987) announced the winners of the *Try-Out Book* contest. Doug Hazelwood and Robin Riggs would go on to successful careers as inkers.

NEW TALENT DEPARTMENT

OFFICIAL MARVEL COMICS TRY-OUT

CONTEST WINNERS VISIT MARVEL

You remember THE OFFICIAL MARVEL COMICS TRY-OUT BOOK, right? It brought together in one handy, large-size volume everything that an aspiring comic book writer, penciler, inker, letterer, or colorist needed to know to become a professional. Well, the popularity of our TRY-OUT BOOK was so strong that shortly after it came out we announced the OFFICIAL MARVEL COMICS TRY-OUT CONTEST in which the winners of all the different categories would be teamed together to produce a special full-length story! Those winners were Writer: **Chuck Duffy**, Penciler: **Mark Bagley**, Inker: **Doug Hazelwood**, Letterer: **Robin Riggs**, and Colorist: **P. Jeanine Pasda**. And their story is a special Spider-Man adventure called "Personals."

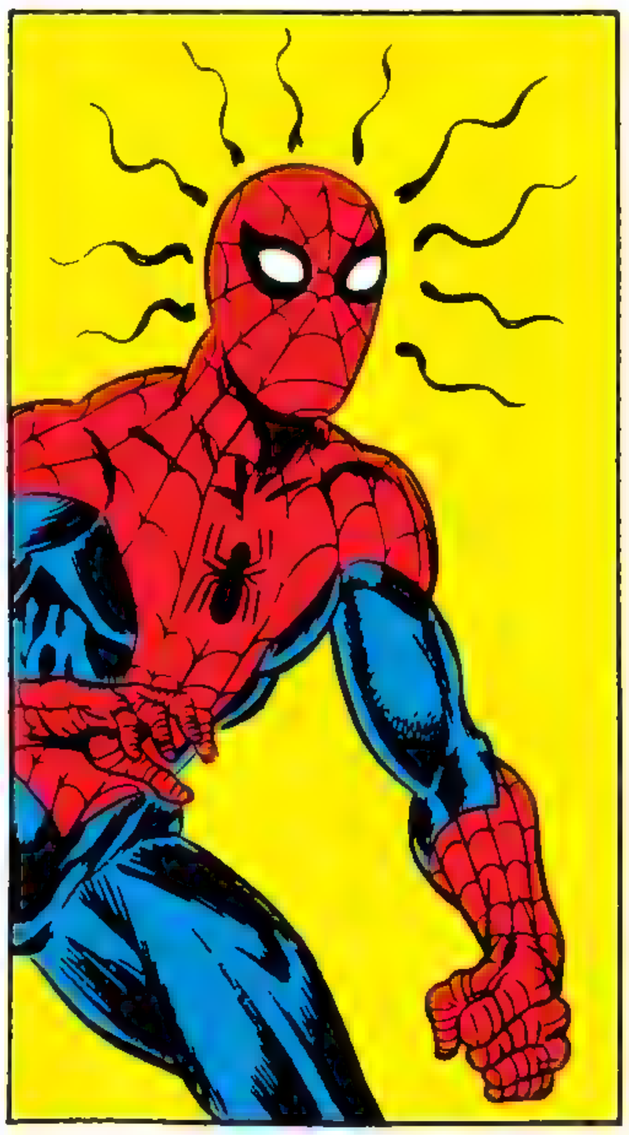
As part of their winnings, Marvel recently brought Mark and Doug up to New York City on an all expenses paid visit to meet the editors and other creative people, and to learn more about how comics are produced. As Submissions Editor, and editor of the TRY-OUT CONTEST comic, **Howard Mackie** explained, "We are trying to make this project as much a learning experience as possible for these people."

And how has it been for Mark and Doug? They eagerly took the time to tell us a little about themselves and their visit.

"I've been drawing since elementary school," Doug said. "And I always thought I would be a comic book artist. When I was active in fandom, I saw more and more of the guys who were my peers becoming pros. So I thought that if I kept at it, one of those people would eventually be me. I entered the contest and soon forgot about it. I was really surprised when I discovered I had won."

Mark, who had been drawing since he was eight years old, said, "I've been seriously trying to break into comics ever since I got out of art school in 1980. I entered the contest not really expecting to win. When I did, I was happy because I saw it as a great opportunity.

"So far we've talked with the editors and showed them our samples," Mark added. "Today we had lunch with John Romita Sr. which was really fun. John showed us around the Romita's Raiders department and we did some art corrections work which was really interesting."



"I've been getting pointers here and there," Doug said. "Often I can be too faithful to the penciler's pencils, especially when he has a strong style. Sometimes I outline the figures and don't think of how things could look more three-dimensional."

As for heroes they would eventually like to illustrate, Doug was quick to say, "The Hulk. I always liked the older versions of the Hulk and I'd like to ink him with that in mind."

"I'm actually ready to do anything, preferably something that would give me a chance to do different bodytypes," Mark said.

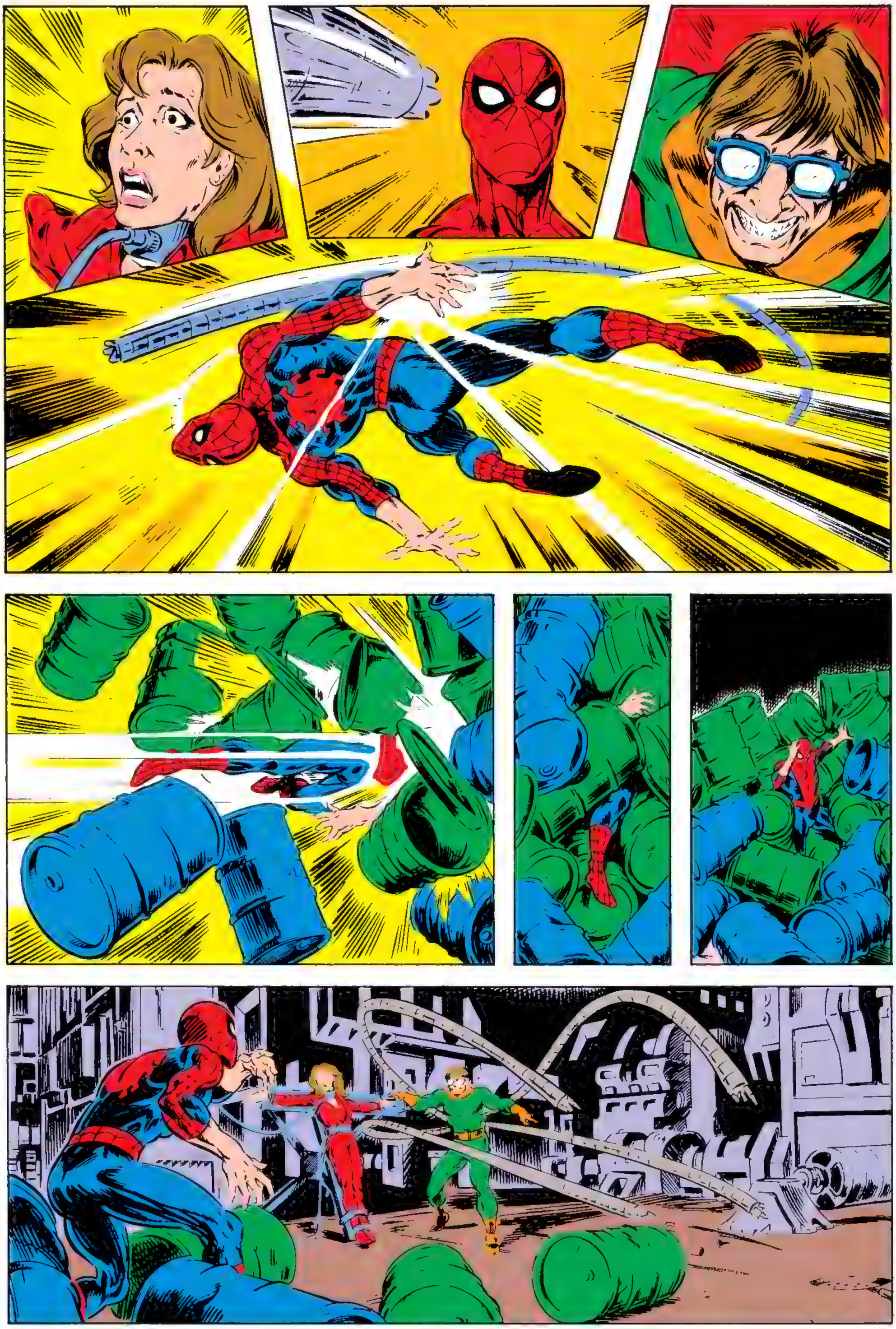
On their overall impression of Marvel, were there any surprises? "Visiting Marvel was basically what I expected it to be," Mark said. "We'd both seen the recent television things on Marvel." "Yeah," Doug added. "If it hadn't been for them, I would have had a different conception of Marvel."

Howard Mackie stated that he's made sure that each of them had time to talk to every editor. "I wanted them to get as much feedback as possible," he said. "Editor Larry Hama, for instance, is also an artist and he can accurately gauge how far away someone is from getting real work. Larry spent a couple of hours with Mark and Doug and was impressed with both of them. Now maybe one of the editors will remember Mark or Doug when he needs a penciler or an inker to illustrate a story and give them a call."

From the look of the art on these pages, taken from the "Personals" story, that call shouldn't be long in coming!

—Dwight Jon Zimmerman

Mark Bagley, of course, would become one of the most prolific and beloved Spidey artists of all time, drawing hundreds of Spider-Man issues across multiple titles.



In July 1982, roughly the time that *The Amazing Spider-Man* #234 hit stores, Roger Stern laid out his plans for the next year's worth of stories *and beyond*. His notes for issues #238-250 and *Annual* #17 follow. As for what he planned for #253-264? That will have to wait until next volume. We wouldn't want to spoil anything.

AMAZING SPIDER-MAN...UPCOMING PLOT DEVELOPMENTS

#238 Origin of Hobgoblin...Interplay with May and Nathan at the boarding house...May gets a phone call from Anna Watson (now living in Florida); we see that Mary Jane is staying with her aunt...May tells Anna she should come north for a visit

#239 Mad Thinker attacks Spider-Man via remote control from his jail cell...Amy and Lance have a slight tete-a-tete... later on, Amy comes on to Pete, but Pete's still gun-shy of relationships at this point

#240 Battle with Vulture...May gets a letter from Anna; she's coming for a visit (NC mention of Mary Jane)...May mentions letter to Pete...Amy actually starts to get interested in Pete because of his hard-to-get attitude

#241 Origin of Vulture...Amy makes a big play for Pete; Lance sees it... Anna is on a train headed north; someone is with her (but she's in shadows...sure we know who it is, but...)

#242 "If He Should Punch Me..."...Lance has a man-to-man talk with Pete about Amy ("Look, it doesn't bother me, but there's something you should know, Parker!")...Pete invites Amy over to his place to lay the cards on the table...Amy misunderstands, flips the lights off, and is about to make merry when...a key rattles in the door!

#243 Hobgoblin returns...Mary Jane is, of course, back; and she still has her key to Pete's apartment...Amy leaves in a huff... MJ leaves...Pete is left alone...Amy returns to Lance

#244 Mary Jane is out and about, circulating with the old gang...we start to get into MJ's head a little

#245 Pete thinks he's totally incompetent as a ladies man; decides to concentrate on the Black Cat as Spider-Man...more on Mary Jane's head

#246 Black Cat is getting bored...Spider-Man is starting to wonder how much they really have in common besides funky costumes... more of the Mary Jane Watson Story

--(more)--

Courtesy Roger Stern

ASM...UPCOMING PLOT DEVELOPMENTS

#247 Cat & Spider-Man approach each other...both uncomfortable... they both want to call it off, but they're afraid of hurting the other...ultimately, they realize that they're not right for each other and call it off, happy for the time they have had together--real adult-like... by this point Mary Jane has also become just a good friend ...maybe it would have been different if Pete hadn't been romancing the Black Cat for the last three issues, but now we'll never know

#248 Mary Jane gets a modeling assignment which will take her out of town for a week, but she'll be back...Pete sees her off, and bumps into a new lady who I intend to develop as a real romantic interest in the months to come; she'll be a pert, sensible brunette and in her intro will seem like an incidental character

#249 Hobgoblin is back...Jonah Jameson pops the question to Marla... and another, longer glimpse of the new lady

#250 More devilment from the Hobgoblin, as he tries to lean on Harry Osborne for blackmail money...the return and death of Bart Hamilton as the Green Goblin...and a happy ending as Jonah & Marla return from their elopement
(I assume that we'll be doing this as a double issue)

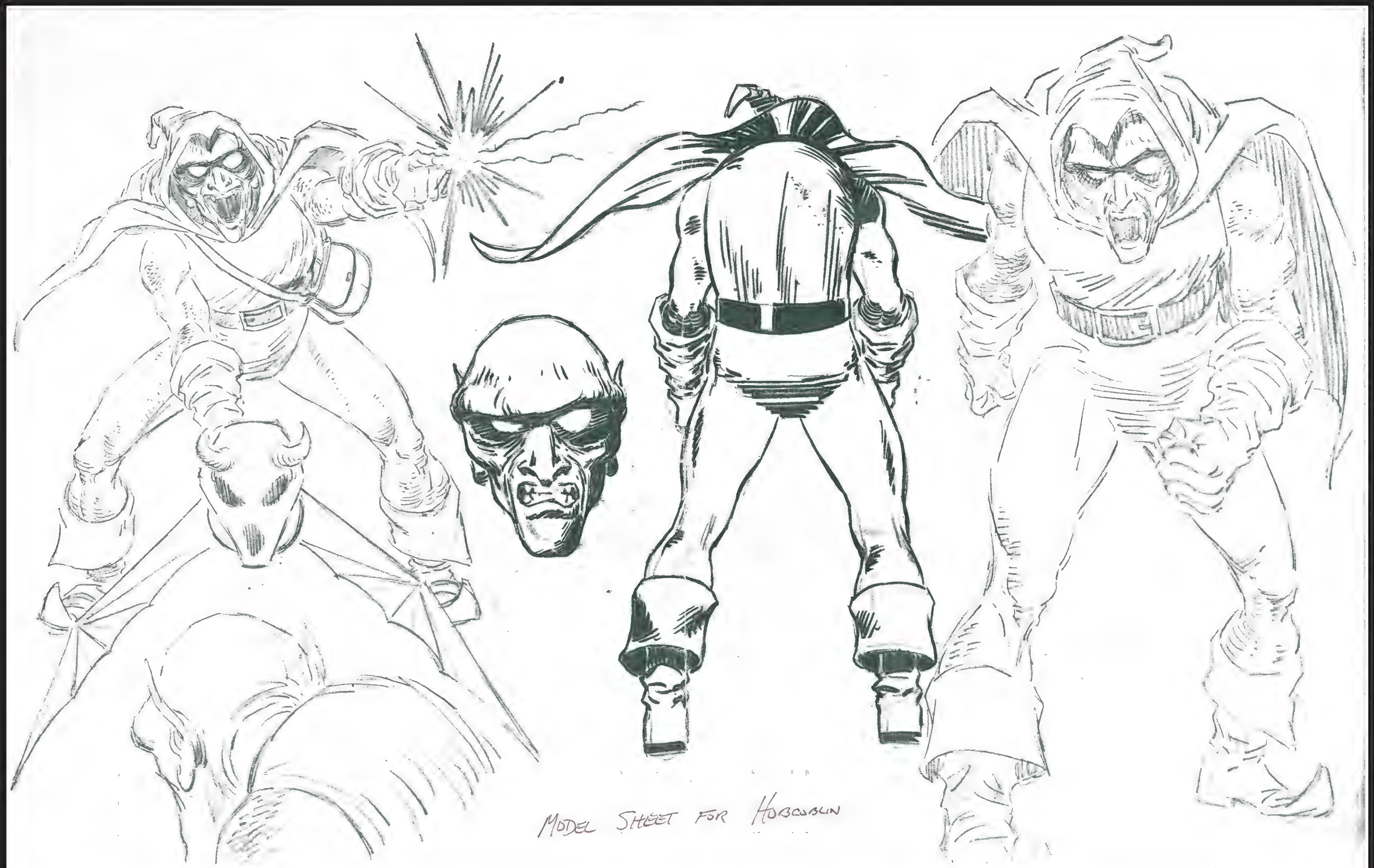
AMAZING SPIDER-MAN ANNUAL #17..."Reunion"

Peter Parker relives some of the major moments of his career as Spider-Man...including some we haven't seen before...while attending his Fifth Annual High School Reunion. And, he soon finds another challenge is about to make the whole happy occasion blow up in his face.

Roger Stern
7/14/82

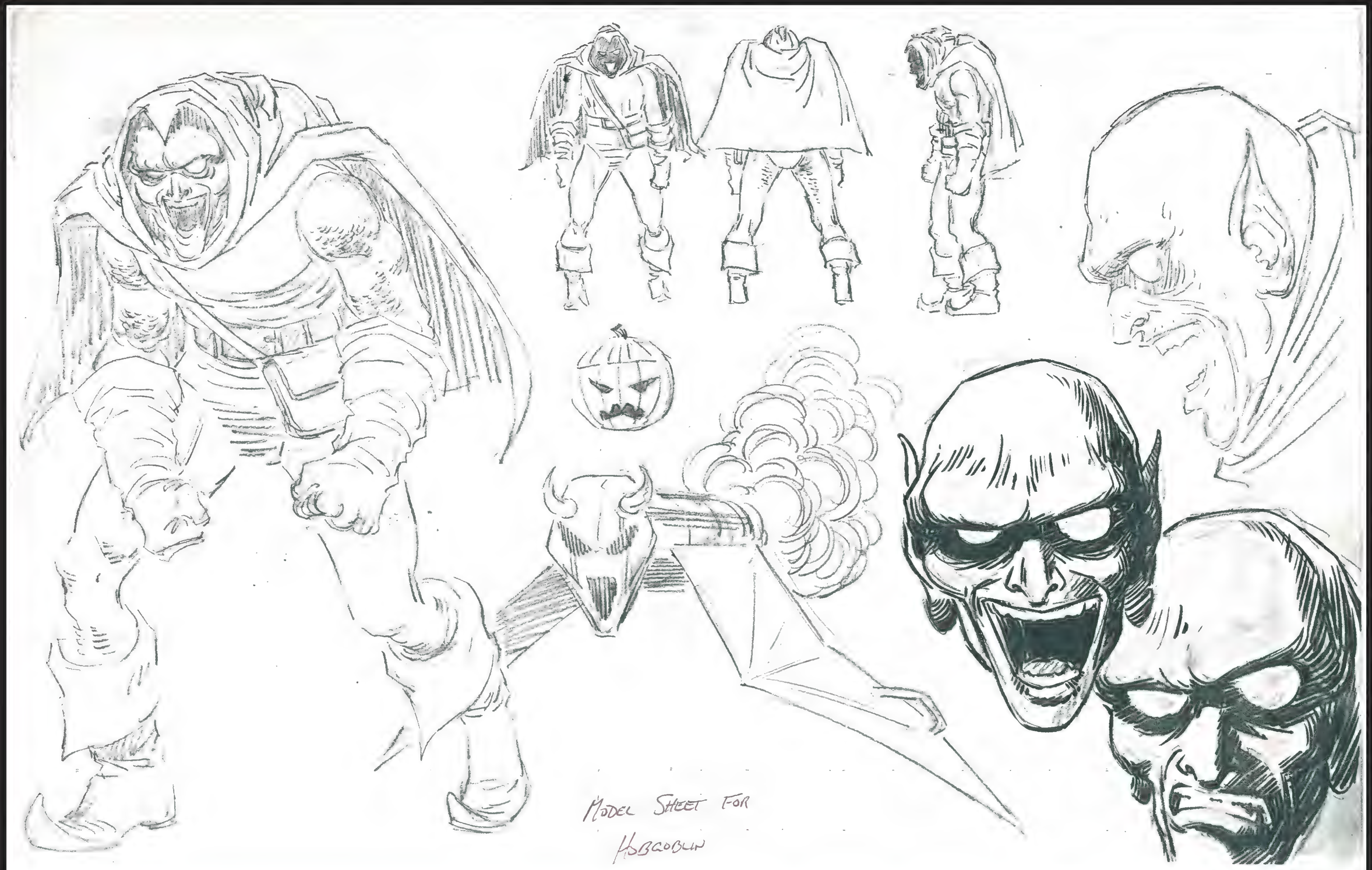
Courtesy Roger Stern

Hobgoblin character/model sheet
by John Romita Jr.



Courtesy Roger Stern

Hobgoblin character/model sheet
by John Romita Jr.



Courtesy Roger Stern

The Amazing Spider-Man #238, page 22 pencil art
by John Romita Jr.

AMAZING SPIDER-MAN 238

22

THE HOB GOBLIN—
GONNA HAVE HIM SOME SPIDER FOR LUNCH!

END

22

Courtesy Roger Stern

Hobgoblin pencil sketch
by John Romita Sr.

The Amazing Spider-Man #239, page 4 original art
by John Romita Jr. & Frank Giacoia

AMAZING SPIDERMAN 239 pg 4 6 6

OR RATHER, THEIR DEARLY DEPARTED FOUNDER HAS!

THE EQUIPMENT THAT NORMAN OSBORN DEVELOPED FOR HIS CRIMINAL EXPLOITS AS THE *GREEN GOBLIN* RIVAL ANYTHING I'VE EVER SEEN.

THIS ARMORED BATTLE-WAGON I PICKED UP LAST NIGHT IS THE MOST REMARKABLE THING YET!

HAH! THE POLICE WOULD HAVE A FIT IF THEY KNEW HOW EASILY I BROUGHT THIS INTO THE CITY!

FROM THE JOURNALS I FOUND IN THE FIRST OF OSBORN'S LITTLE HIDEAWAYS, IT'S CLEAR THAT HE PLANNED TO USE THIS AS A MOBILE HEADQUARTERS.

BUT HE NEVER DID, THE POOR, MAD FOOL!

ALL THIS AT HIS DISPOSAL, AND HE LEFT IT TO RUST IN NEW JERSEY! NO WONDER HIS SECRET CAREER COST HIM HIS LIFE!

BUT WHERE THE GREEN GOBLIN FAILED, THE HOBGOBLIN SHALL TRIUMPH!

ONCE I RAID THE LAST OF OSBORN'S CACHES, I'LL DO THINGS HE NEVER DREAMED OF! PERHAPS I'LL EVEN SETTLE ACCOUNTS WITH HIS OLD ENEMY, SPIDER-MAN! YES, PERHAPS...

...ONCE I FIND HIM!

IF THE MYSTERIOUS HOB-GOBLIN HAD BOTHERED TO CHECK THE PAPER'S LOWER HEADLINE --

-- HE MIGHT GUESS THE PRESENT WHEREABOUTS OF THE AMAZING SPIDER-MAN.

Daily Bugle FINAL

BLACK CAT IN GUARDED COND

SEE PAGE 3

AT THAT MOMENT, IN THE INTENSIVE-CARE WARD OF COLUMBIA PRESBYTERIAN HOSPITAL...

4

Courtesy HeritageAuctions.com

The Amazing Spider-Man #239, page 21 original art
by John Romita Jr. & Frank Giacoia

AMAZING SPIDERMAN #239

30

NO GAS... NO FIRE!

IT WORKED! THE DANGER'S OVER.

NO, SCRATCH THAT...

...THE FIRE IS OUT. THAT'S ALL.

HOBGOBLIN GOT AWAY.

INDEED, AT THAT MOMENT, A SCORE OF BLOCKS AWAY...

I-I KNEW THAT SPIDER-MAN WOULD BE A DIFFICULT OPPONENT, BUT I NEVER IMAGINED HE WOULD BE LIKE THIS!

I FEEL AS THOUGH I'VE JUST RUN IN A MARATHON... HEART'S POUNDING, EVERY MUSCLE ACHES. IT'S ALL I CAN DO TO HANG ONTO MY JET-GLIDER!

HOW ON EARTH WAS THE GREEN GOBLIN ABLE TO STAND UP TO SPIDER-MAN AS MANY TIMES AS HE DID?

HE MUST HAVE HAD SOME SECRET... BUT WHAT? I MUST FIND OUT! I *WILL* FIND OUT!

AND WHEN I DO, I SHALL HUMBLE SPIDER-MAN AS HE'S NEVER BEEN HUMBLED BEFORE!

21

Courtesy HeritageAuctions.com

The Amazing Spider-Man #249, page 15 original art
by John Romita Jr. & Dan Green

GADFRY!

SUDDENLY, IT ALL MAKES SENSE! HE HAS TO BE THE ONE BEHIND THE BREAK-INS AT MY COMPANY! HE MUST HAVE FOUND DAD'S SECRET CACHES!

B-BUT YOU'RE DEAD! IT WAS ALL OVER THE MEDIA!*

*ISSUE #245--DANNY.

MY "DEATH" WAS A CONVENIENT DECEPTION.

LET'S GET DOWN TO BUSINESS, SHALL WE? YOU ARE ALL HERE BECAUSE YOU HAVE SECRETS WHICH YOU'D RATHER KEEP SECRET. SOME OF YOU ARE GUILTY THROUGH ASSOCIATION...

...AND SOME OF YOU ARE JUST PLAIN GUILTY. ALL OF YOU, HOWEVER, ARE QUITE WEALTHY.

I COULD HAVE APPROACHED ANY ONE OF YOU AND DEMANDED A LARGE PORTION OF YOUR PERSONAL FORTUNES...BUT SUCH A LARGE TRANSACTION WOULD HAVE BEEN NOTICED!

AND SO, INSTEAD, I HAVE DECIDED TO BE MAGNANIMOUS, AND ASSESS YOU ALL A MODEST FEE... ON A REGULAR BASIS.

OTHERWISE, YOUR DARKEST SECRETS WILL BECOME PUBLIC KNOWLEDGE!

SO THAT'S IT! PRETTY SNEAKY MOVE!

THERE'S SOMETHING SCREWY HERE, THOUGH! MY SPIDER-SENSE OUGHT TO BE GOING WILD THIS CLOSE TO THE HOBGOBLIN, BUT I'M GETTING NARY A TINGLE! WHAT GIVES?

I DON'T CARE WHAT OR WHO YOU ARE BEHIND THAT FRIGHT MASK, MISTER-- YOU'RE NOT GOING TO GET AWAY WITH THIS!

JONAH, NO--!

REALLY, JAMESON? AND HOW DO YOU INTEND TO STOP ME? THIS RABBLE WON'T HELP YOU!

15

Courtesy HeritageAuctions.com

HOBGOBLIN

Real Name: Unknown
Identity: Secret
Former aliases: Unknown
Marital status: Unknown
Group affiliation: Unknown
Occupation: Unknown
Legal status: Unknown
Place of birth: Unknown
Known relatives: None
Base of operations: New York City
First appearance: AMAZING SPIDER-MAN #238

Origin: Fleeing from Spider-Man, bank robber George Hill stumbled across a hidden lair of Norman Osborn, the original Green Goblin. Realizing the value of what he had found, Hill led another man (identity yet unknown) to the hideout in return for a promise of future remuneration. There the other man discovered the late Green Goblin's journals which listed the locations of Osborn's other lairs. After eliminating George Hill, the other man set out to loot the remaining lairs. He then adapted the Goblin's equipment for his own use, and fashioned a costumed identity distinct from that of his predecessor. Calling himself the Hobgoblin, he began his career as a colorful nemesis of the law.

Height: Unknown **Weight:** Unknown **Eyes:** Unknown **Hair:** Unknown
Powers: The Hobgoblin possesses no known superhuman powers, relying solely upon his weaponry.

Weaponry: The Hobgoblin utilizes various concussion and incendiary grenades, constructed in the form of miniature jack-o'lanterns. He also carries a variety of smoke and gas-emitting bombs, which are surrounded by a light plastic mantle that flutters like a wraith when thrown. The specifications of these devices are not yet known. His gloves are interwoven with micro-circuit powered conducting filaments capable of channeling pulsed discharges of 10,000 volts of high-frequency electrical power from rechargable power-packs in both his glove cuffs and costume tunic. They have the capacity to discharge for up to 5 minutes of sustained fire before depleting their power supply. Hobgoblin also has a number of case-hardened razor-edged throwing blades which are forged into bat-wing shapes.

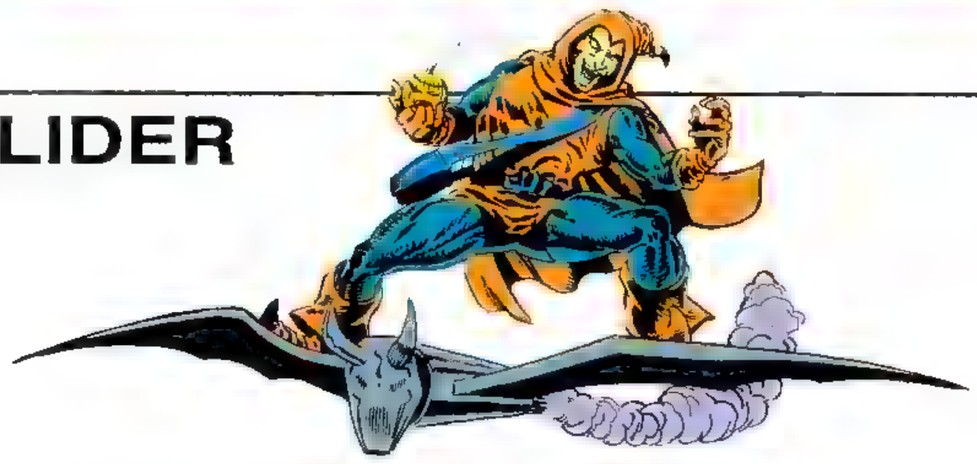
Hobgoblin rides a one-man, miniature turbo-fan powered, vertical thrust, Goblin-glider, capable of great maneuverability and speeds of up to 90 miles per hour. It is capable of supporting about 400 pounds, including Hobgoblin's weight. Top speed and a full load will exhaust the fuel supply in about 1 hour. The main micro-processor assisted manual controls are behind the "head" of the glider and there are also voice-activated radio-linked controls integrated into the Hobgoblin's mask. The goblin-glider is steered primarily, however, by the weight and attitude of its rider. Hobgoblin's boots lock into the stirrups of the glider electro-magnetically.

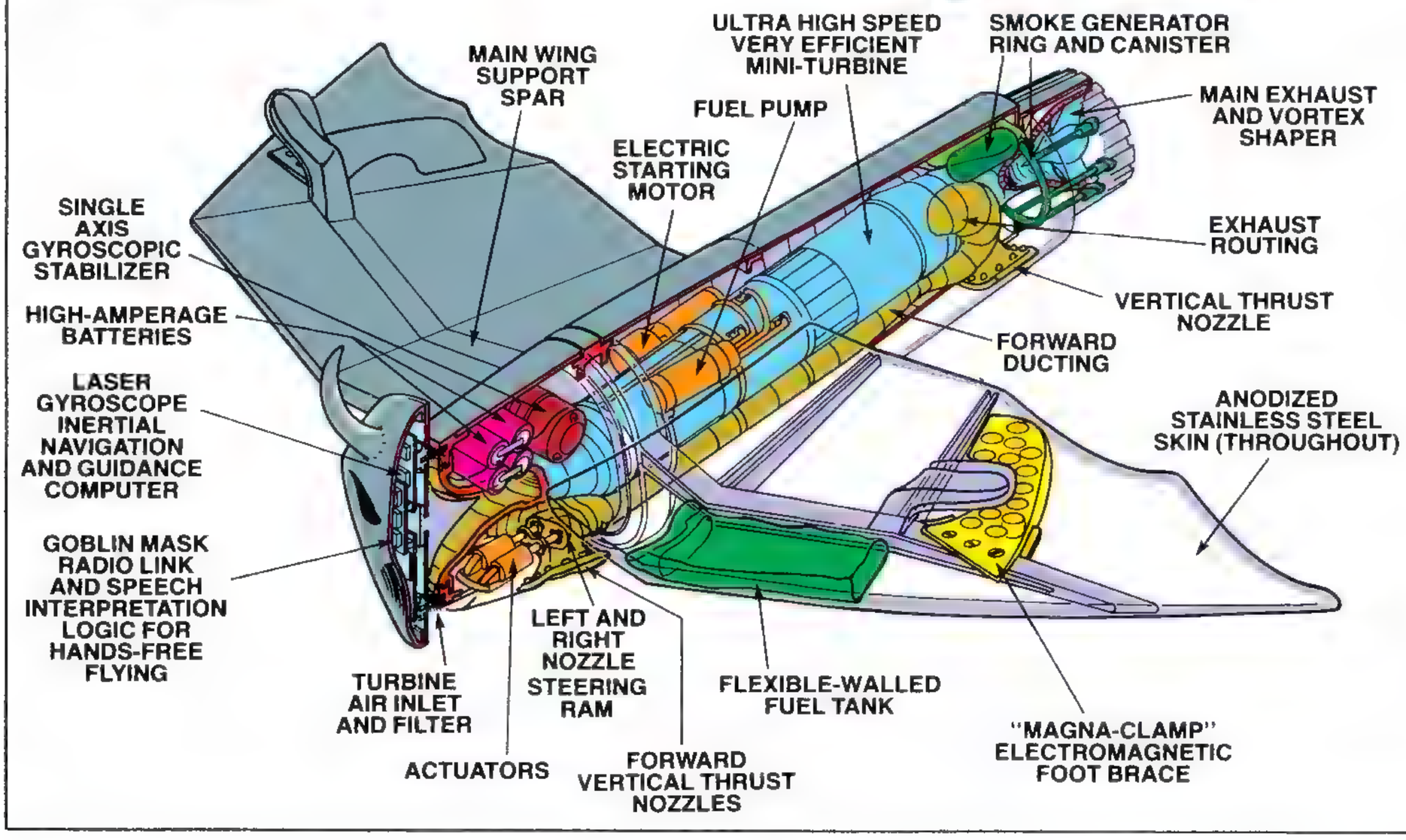
Hobgoblin also has a heavily-armored mobile assault vehicle/headquarters, its precise specifications as yet unknown.

HOBGOBLIN'S BAT-GLIDER

WEIGHT (UNLOADED, INCL. FUEL): 95 LBS.
MAXIMUM CARGO: 470 LBS.
FLIGHT RADIUS: 80 MILES
MAX. LEVEL AIRSPEED (SEA LEVEL): 110 M.P.H.
SERVICE CEILING: 8,500 FEET
MAX. RATE OF CLIMB: 90 FEET PER SECOND

DESIGNED AND BUILT
BY NORMAN OSBORN





Previous page: *The Official Handbook of the Marvel Universe* (1983)
Hobgoblin art by John Romita Jr. & Josef Rubinstein | Glider art by Eliot R. Brown

The Making of HOBGOBLIN

by Steve Ringgenberg

In comic shops everywhere, fans are getting together, comparing clues, trying to determine which are the red herrings and which are the actual hints that will point unerringly to the identity of...

the Hobgoblin.

Soaring through the night on his incredible goblin glider, cackling madly, with strength that can overcome even the Amazing Spider-Man, soars the most controversial villain since Doctor Octopus. His name is...

the Hobgoblin.

Who is this incredible character? How did he come to be?

The answers to these questions are shrouded in mystery. According to the Hobgoblin's creator, Roger Stern, scripter on The Amazing Spider-Man, readers will be kept guessing as to the Hobgoblin's true identity. He will admit, though, that it is someone who already exists in the series continuity. So the clues are there—for anyone who can sort true from false, fact from fiction.

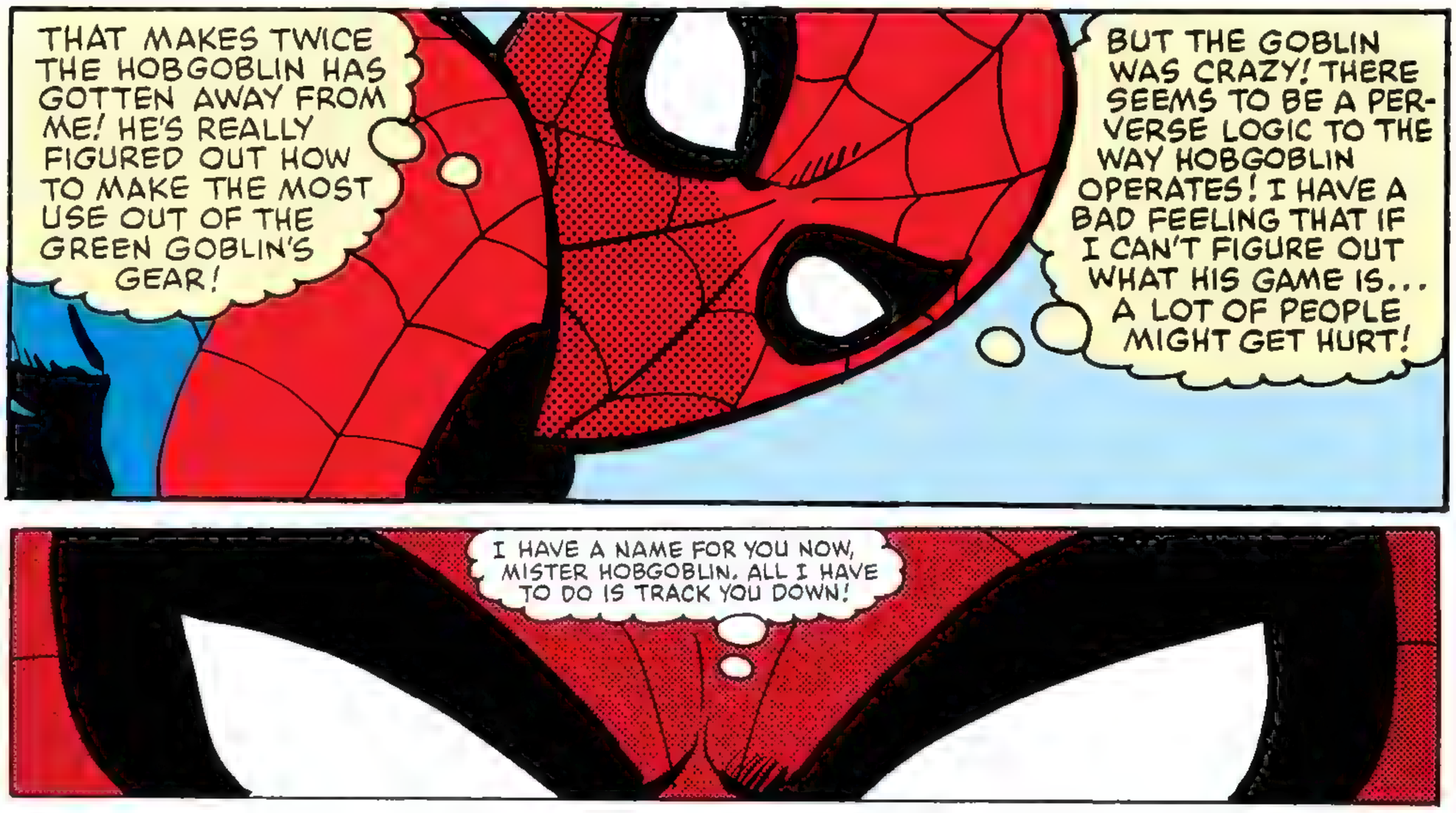
As for how the Hobgoblin came to be, well, that has a lot to do with the demands of Spider-Man's loyal readers.

"People keep wanting to see their favorite villains return; characters like Doctor Octopus and the Vulture," said Stern. "That's fine. I love those characters. But I want new characters and new villains as well.

"One of the most frequent requests I got was for the Green Goblin. People consider him to be *the* Spider-Man villain. They wanted the Goblin back. I wanted to create a new villain...so I decided to do a villain who is sort of a *new* Green Goblin."

The Green Goblin, for those just returning from a twenty-year-stay on another planet, was one of Spidey's earliest and deadliest foes (his early appearances are currently appearing in Marvel Tales). Clad in green and purple, his first appearance carried the cover copy "Does the Green Goblin look cute to you?...Well, forget it! He's the most...dangerous foe Spidey's ever fought!"

That was putting it mildly! The Goblin plagued Spider-Man for years. Eventually revealed to be Norman



Marvel Age #5 (August 1983) feature on the Hobgoblin and his creators by Steve Ringgenberg

Osborn, the father of Peter Parker's close friend Harry, the Goblin's career continued even after Osborn's death as a series of Goblin impersonators tangled with the wallcrawler.

However, Stern took a different tack with the Hobgoblin in Amazing Spider-Man #238. There, the fans saw how The Hobgoblin came to be through Spider-Man's brief carelessness by allowing a bankrobber to get away.

The bankrobber stumbled upon an old hideaway of Norman Osborn's and unknowingly led a man (whose face was cloaked in shadows) to the spot. This mystery man ruthlessly engineered the bankrobber's death, made modifications on the costume, and became the murderous Hobgoblin.

Fans grabbed up copies of issue #238, certain that they were witnessing the start of a major battle against an exciting new villain. And they were not disappointed. Their response was instantaneous, and guesses as to the Hobgoblin's true identity came pouring in to the Marvel offices. The speculations ranged from Peter Parker's photographer rival, Lance Bannon, to middle-aged publisher J. Jonah Jameson.

Fans who have not guessed accurately can consider themselves lucky. All those who have known Hobgoblin's secret identity have come to an untimely end. "The Hobgoblin will use underlings from time to time," said Stern, "but if any of them happen to find out who he is, then heaven help them. I know I wouldn't want to be the Hobgoblin's underling."

Then, as fans speculated, the Hobgoblin made his first foray against Spider-Man in issue #239. Although he was a little uncomfortable about battling the wallcrawler so early in his career, he was still confident, and sailed into combat cackling and sure of his power.

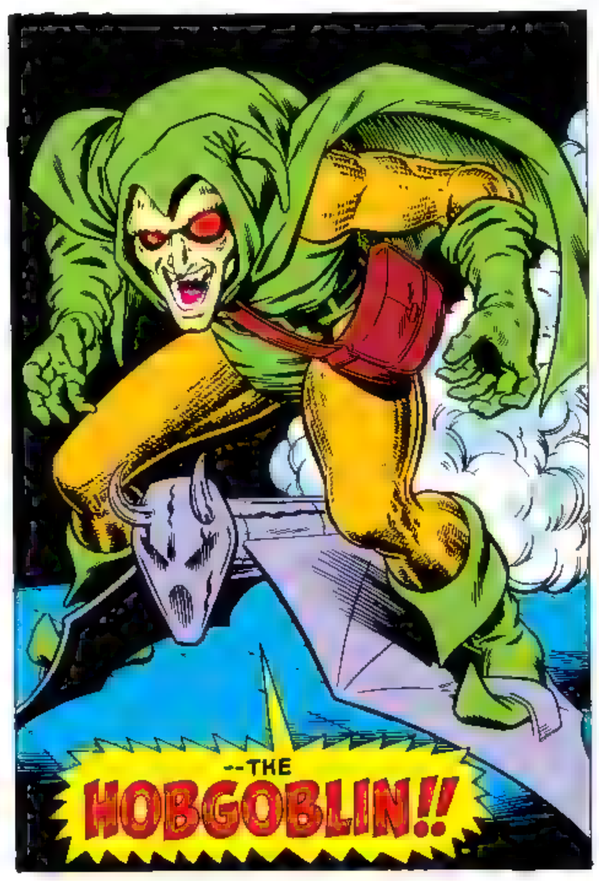
Spidey cleaned his clock for him.

It's hard to keep a good...or bad...man down, however.

In issues #244 and #245, the Hobgoblin will search for the secret to the Green Goblin's superhuman strength. "The Goblin's physical strength was always kind of vague," said Stern. "How is this guy so strong? He's trading punches with Spider-Man, and Spider-Man is *real* tough. So we get into that, and we get into how you fly around town straddling what is basically a jet engine."

And in Peter Parker #85, the secret will be discovered! The tighter continuity between the three new Spider-Man titles (Amazing, Peter Parker, Marvel Team-Up, plus the fourth, Marvel Tales) allows less waiting time between parts of a multi-issue epic. Therefore, even though the Hobgoblin made his first appearance in Amazing Spider-Man, the sequence of events that leads to his becoming a truly worthy foe of the webhead's occurs in Peter Parker, the Spectacular Spider-Man #85.

The closer link between the Spider-Man titles was engineered by editor Tom DeFalco, who oversaw the creation of the Hobgoblin. DeFalco liked Stern's basic concept and helped provide some modifications. For example, the original idea was that someone fleeing from a crime would stumble across one of Norman Osborn's Goblin hideaways. It was decided that it would be more



effective to have someone else discover the cache and lead the future Hobgoblin to the spot. Only one man knew the real identity of the Hobgoblin, and he was soon murdered...

"Unlike the Green Goblin who was insane, this guy is sane," said Stern. "Dangerously sane. Hobgoblin approaches everything in a very analytic manner. He studies things. He's a great—I wouldn't say schemer—but a very good planner."

After outlining the Hobgoblin's character and personality, Stern and DeFalco went to artist John Romita, Jr. and asked him to design the Hobgoblin. John's basic instructions were to make the Hobgoblin look more maniacal than his predecessor, but to keep the medieval look of the character, including the heavy cloak and tunic and chain mail effect. "If I were going off to battle Spider-Man," commented Stern, "I'd pad myself as best I could."

After weeks of discussion, Romita came up with the Hobgoblin in his final, fearsome form. He included an overhanging cowl for, "the look that I always wished the Green Goblin had—a meaner, more murderous look."

It was then left for colorist Andy Yanchus to provide a suitable color scheme. A change was needed from the original Goblin's color scheme. Looking for colors that were "spooky and mysterious," but did not duplicate Spider-Man's colors, Yanchus tried about a half a dozen different combinations before settling on the Hobgoblin's current orange and dark blue-gray—an appropriately Halloweenish look.

Even the mask was redesigned to make it more menacing. "Big eyeballs—bulging eyeballs—and a heavy brow have always looked scary to me," explained Romita.

And the face under the mask?

"The Hobgoblin is partially into this for the ego of the thing, for the release it gives him. So that's a clue to his identity right there. In that respect he's sort of like Peter Parker in his early days," said Stern.

As for the future plans of the Hobgoblin, they are diverse and formidable. In addition to acquiring the strength that enabled the original Goblin to juggle furniture like cardboard, there are many other things that the Hobgoblin can do to occupy his time.

Reading, for example. One advantage that the Hobgoblin has over other foes of Spider-Man is that he has Norman Osborne's journals, in which Osborne detailed his career in crime and his struggles against Spider-Man. Not only will they enable the Hobgoblin to learn from his namesake's errors, but they have limitless potential for misuse in his hands.

"He could try to extort money from Harry Osborne," claimed Stern. "He could say, 'Hi, here's evidence in your father's own handwriting that he was the Green Goblin. Fork over the bread!' " This, of course, could also be one of Stern's fabled red herrings, for one possibility for the Hobgoblin's identity is Harry Osborne himself.

And there is always the possibility that the Hobgoblin will run across Spider-Man's identity somewhere in the journals, since Norman Osborne did learn this information before he died. "For all Spider-Man knows," said Stern, "The Hobgoblin might know who *he* is...which is something that could ruin Peter Parker's sleep."

Or worse!

Marvel Age #3 (June 1983), "Stories I'd Rather Not Write"
by Roger Stern with art by Stan Goldberg

Writing Shotgun

Stories I'd Rather Not Write

by Roger Stern

Art by Stan Goldberg

A writer gets asked a lot a crazy questions, but no query is more frequently asked than this one:

"How do you come up with the ideas for your stories?"

Now, a question like that just cries out for a glib answer. in times past, I've been heard to say, "I write from life!" Or, "I leave a bowl of milk on the doorstep and the elves leave them!" Or, "When I'm asleep, my mind tunes in on other realities!"

The fact of the matter is that there are as many ways of coming up with ideas as there are stories.

There are *more* ways than there are stories. I know that for a fact, because there are a lot of stories which never get told.

Now I can hear you muttering to yourself, "Stories that don't get told? Why is that?"

Well, there are a lot of reasons. Some plot ideas simply become inoperative or invalid with the passage of time. Here's an example:

For years, Toro — the flaming sidekick of the original Human Torch — had been lacking an origin. All anyone knew was that he was the survivor of a train wreck, that fire didn't hurt him, and that he'd gained the ability to flame on just by coming within close proximity of the Torch. Aside from that, his background was open to speculation. There were undoubtedly a number of readers who concocted their own explanations of who Toro was and how he got that way. I know I did. In my scenario, Toro and his parents were secret emissaries of the Inhumans, sent out into the work on a inspection trip. As I eventually became a writer for Marvel Comics, I might have done something with that idea . . . except for one thing. INVADERS #22 came along and presented the untold origin of Toro. (In case you missed that issue, it revealed that the kid was a mutant.) It was a reasonable enough origin, and it eliminated the need for me to go any further with my idea.

(This is not to imply that existing stories are always inviolate. The supposed origin of Quicksilver and the Scarlet Witch which appeared in GIANT-SIZE AVENGERS #1 contradicted some ten-years worth of stories, and thus left itself open to invalidation. It remained for AVENGERS #185-187 to set the record straight. On the whole, however, it's a good idea to presume that stories happened the way they were originally presented.)

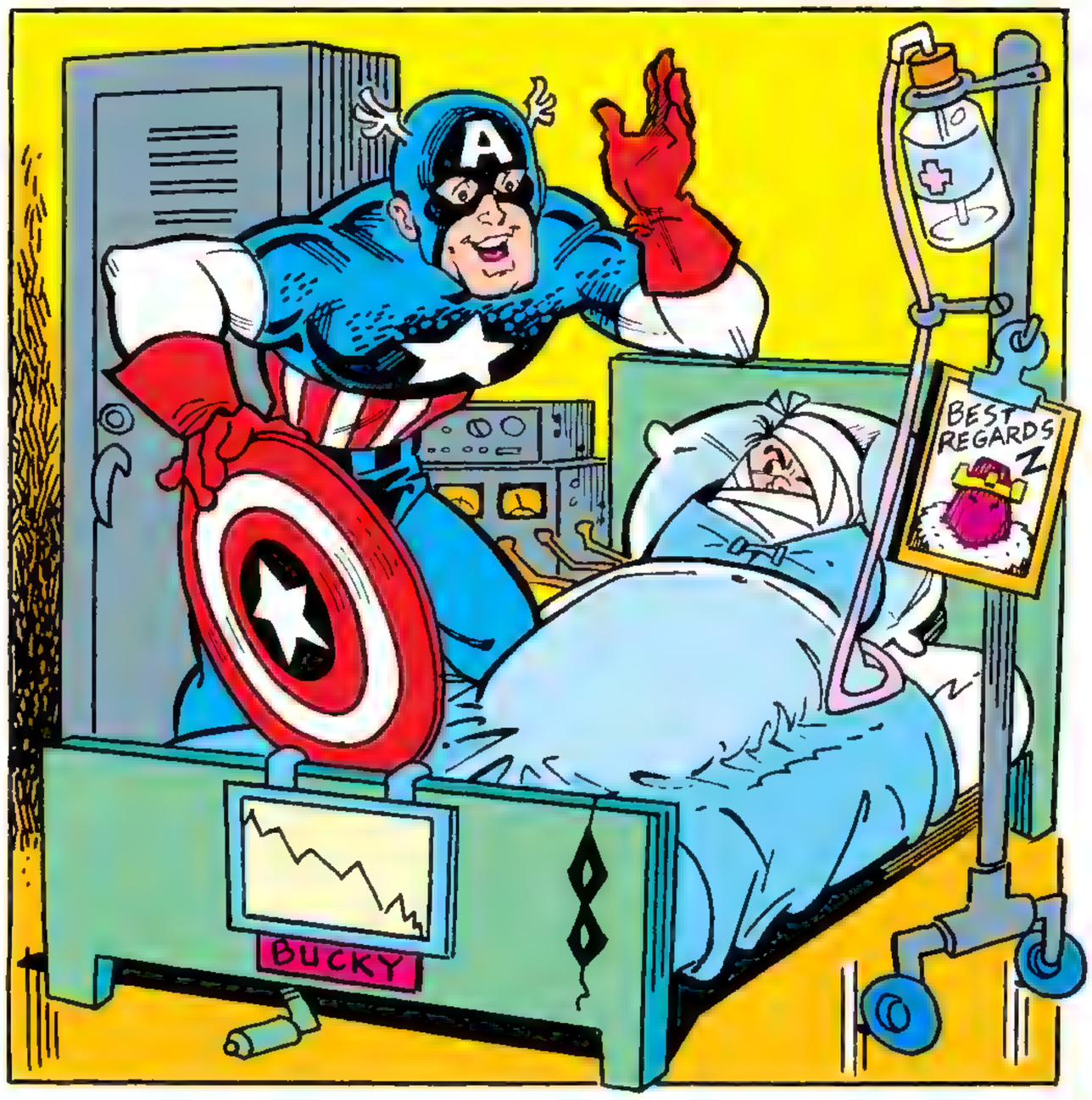
Okay, so some stories are lost to the ages through invalidation. Still other stories are never told because the creative personnel either change their minds or come up with something different in the process of putting the thing on paper.

And still other stories are never told because they would be stupid.

Those nightmare storylines — the real stinkers — most often pop into a writer's head on a rainy Monday morning, after he's been staring off into space for an hour or more. Many of the bad ideas which occasionally worm their way into my unwilling consciousness are concerned with overdone or overused gimmicks. (The

moment I find myself starting to think in terms of Spider-slayer robots or Sleepers, I push myself back from the desk and take a long walk to get that thought out of my system.)

Most of the yarns that I consign to my personal reject file deal with the return of dearly departed characters who should stay departed. For instance, when I was writing CAPTAIN AMERICA, I received a letter from someone who wanted me to bring back Cap's sidekick, Bucky. Suggestions like that always leave me a bit flummoxed as 1) I never liked kid sidekicks and 2) I can't for the life of me understand why anyone old enough to read *would* like kid sidekicks! Nevertheless, there was challenge inherent in the suggestion. Could a good Return-of-Bucky story be crafted? I had my doubts, but I tucked the problem away in the back of my mind to germinate and went on about my business. Weeks later, about midway through my morning shave, a scenario hit...



"IF THIS BE BUCKY — !"

Captain America is visiting a V.A. Hospital. It's Christmas, and as the Living Legend passes out holiday baskets and gives words of encouragement to the injured and disabled, he notices one poor old soul tucked away in the corner of one ward. This old guy is in really sorry shape... he's missing both arms and legs and a good portion of his face as well. A nurse tells Cap that he's Private John Doe... an amnesiac who had barely said a word since he was brought there at the end of World War Two. Cap goes over to talk to the old vet, trying to cheer him up. And, as Cap talks, a light seems to go on the Pvt. Doe's one good eye! He remembers who he is! "Cap! Cap, it's me... Bucky!"

At that point, I suddenly came fully awake, giving myself a quarter-inch gash on the underside of my chin with the razor. (Plotting *can* be dangerous work!) "If this be Bucky -!" I reasoned, just might be a little too moving. I didn't pursue the idea any further.

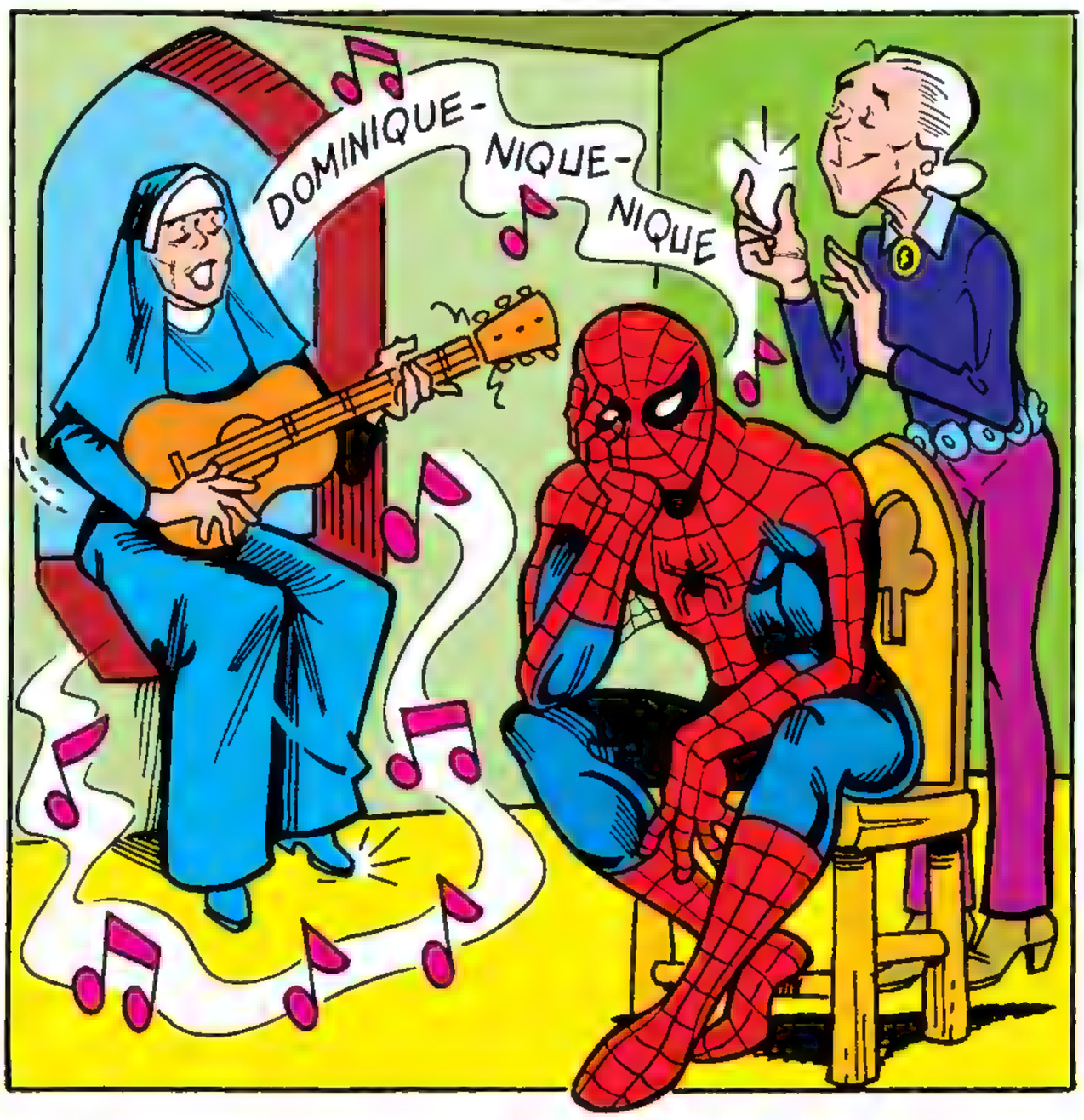
On another occasion, shortly after I had started writing SPIDER-MAN, I started getting suggestions from an anonymous Wisconsin reader. Well, actually, I started getting the same suggestion over and over again. Using a score of different names and addresses, this unknown fan sent in a flood of mail requesting the return of the clone of Gwen Stacy (last seen in AMAZING SPIDER-MAN #149). Of course, we weren't fooled. People who try to stack the fan mail always make certain mistakes which give themselves away, and this one was no exception. Moreover, there's a fairly strong concensus around the Bullpen that the Gwen-clone stories — which for all intents and purposes brought Gwen Stacy back from the dead — did not exactly count as Marvel's finest hour. Bringing back the clone would naturally make a bad mistake even worse.

And yet, an awful thought occurred to me... what if this crazed Wisconsinite were fabulously wealthy? What if he bought Marvel Comics and forced me to do something stupid, like bring back Gwen's clone? Before you could say, "Contractual Escape Clause," a story sprang to mind...

"THE CLONE'S STORY!"

Peter Parker receives a special delivery letter from somewhere on the West Coast. The letter is a thinly veiled plea for help, strangely worded and signed "Gwen." Verifying that the handwriting is indeed Gwen's, Pete travels to California, and discovers that the return address is that of a convent. No one at the convent knows anyone named Gwen. However, the convent has been the victim of a series of mysterious robberies. As Spider-Man, Pete hangs around the convent, solves the robbery mystery, and saves the day for the financially shakey convent. He's about to go on his way, when Sister Mary Elizabeth — a nun who appears to be in her early sixties — pulls him to one side to thank him... Sister Mary Elizabeth is Gwen's clone! The process by which the late Professor Warren had sped up the aging of the clone, to quickly bring her to adulthood, is still in effect! She has barely more than a year or so before she will die of old age! Pete is stunned, but Sister Mary Elizabeth is resigned to her fate. "When I began my life," she tells him, "when I discovered that I was not the true Gwen Stacy, I wasn't sure just what to do. And yet, I felt somehow chosen. For what, I did not know until I came here. This is where I belong now, Peter. Here, I have found peace."

Whew! Pretty weird, huh? Still,



there were parts of the story which seemed screamingly plausible. I mean, the clone did return from the dead in a manner of speaking — and if that isn't a religious experience, I don't know what is! I actually told most of this story to Tom DeFalco, my friendly neighborhood Spider-Man Editor. He reassured me, telling me that I'd never be forced to write a Clone story as long as he had something to say about it. Gratefully, I filed the story away, unused.

Don't think from this, though, that I'm opposed to "Return of" stories. After all, I'm the guy who brought back Baron Blood and Union Jack. Sure, I sent them on to their rewards eventually, but I did bring them back!

Nor should you get the impression that "Return of" stories are the only plot ideas lurking in my least-loved stories file. I also store unwanted cliches in the refuse heap. Case in point...

I was at a small convention in central New York shortly after the 1982 AMAZING SPIDER-MAN ANNUAl went on sale. A number of convention-goers purchased copies... copies which I happily signed. Seated by a giant blow-up of Captain Marvel, I was talking to fans and listening as they told me how much they were looking forward to reading the new Captain's origin in the annual.

"She's from New Orleans, right? Is she into voodoo?"

I can't be sure, but I believe I started turning green. At any rate, the questioner took a few steps back, perhaps under the mistaken impression that I was Hulking out. Actually, it was nothing more than mild nausea, brought on by the thought that C.M.'s alter ego, Monica Rambeau, might be at all familiar with voodoo as anything other than a silly superstition. (If there was ever a worse 1970s comic-book cliche than that of the young black woman who's a voodoo priestess by night, it doesn't readily spring to mind.) I quickly took a couple of deep breaths and told the questioner that the only contact Monica ever had with chicken bones was when she picked up a carry-out lunch from Colonel Sanders.

But every once in a while, I wake up in the middle of the night in a cold sweat. I keep having this recurring nightmare, you see... Captain Marvel is dancing the mambo with Brother Voodoo... and the band is made up of Simon Garth, the Zombie, and his two partners: Uncle Ben and Sharon Carter! There's a story in there somewhere... but *I'll* never write it!

1983 *Marvel Press* Spider-Man/Hobgoblin poster
by John Romita Jr. & Al Milgrom

Marvel Age #10 (January 1984) news bulletin announcing the launch of Marvel Press

NEWSWATCH

First things first — we've got a correction to make. **MARVEL TEAM-UP THRILLERS**, the trade paperback reprinting our greatest team-up adventures with an introduction by **Stan Lee**, will ship October 11, instead of September 13. Furthermore, the price will be $5.95.

Now that that's over, we've got great news! **Marvel Press** is here! What's **Marvel Press?** It's simply our latest publishing enterprise, bringing you full-color posters and high-quality Limited Edition portfolios by Marvel's finest artists. At long last, a regular supply of deluxe comic art editions will be available to you direct from Marvel at all Direct Sales Comics Specialty Shops.

Our posters and portfolios are designed with the comic art collector in mind. Posters will be 22″ by 34″ on good stock, in full color, and will list for $3.95 each. Portfolios will consist of 6 to 10 plates each, many in full color, reproduced by the finest processes available on heavy stock. Portfolios will list for about $10.00 each, but exact prices will vary. Posters will be packaged rolled in poly-bags, and portfolios will be packaged flat.

Marvel Press will issue three releases per year. Each release will make available four posters and generally two portfolios, although the number of portfolios per release will vary. Our first release, due out in October of this year, will feature a deluxe poster of none other than **the Amazing Spider-Man**, penciled by **John Romita, Jr.** and inked by **Al Milgrom**, and a portfolio starring Canada's Greatest Super-team, **Alpha Flight**, penciled and inked by **John Byrne**!

Also scheduled for upcoming release are an **Alien Legion** portfolio by **Frank Cirocco**, and posters of **the X-Men** by **Butch Guice**, **the Fantastic Four** by **John Byrne**, **Cloak and Dagger** by **Rick Leonardi** and **Terry Austin**, **Doctor Strange** by **Paul Smith** and **Terry Austin**, **the Avengers** by **Al Milgrom**, and the gallery of **Marvel Team-Up** stars by **Ron Frenz**!

Posters and Portfolios from **Marvel Press** — look for them at the comics specialty outlet where you regularly shop!

Last but not least — don't miss the exciting premiere of Marvel Productions' latest and greatest animated cartoon! **DUNGEONS AND DRAGONS** will be on every Saturday morning starting September 17 on CBS. If you like **Spider-Man and his Amazing Friends**, you'll *love* how we've turned the world's greatest fantasy game into a terrific animated adventure!

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Art by **John Romita, Jr.** and **Al Milgrom**

Marvel Age #11 (February 1984) feature on the origins and plans for Marvel Press and its line of posters and portfolios.

THE ORIGINS OF MARVEL PRESS

by **Carol Kalish**, as told to **Mark Lerer**

We're starting Marvel Press as a response to reader demand! Whenever I meet with fans, both casual readers and more serious collectors, at conventions and press conferences, I'm always asked this question: why can't we buy posters of our favorite Marvel characters? Of course, posters and portfolios featuring Marvel super heroes *are* published — but they've always been put out by fanzine publishers and small operations. And while most of these people have done a fine job with our characters, their products are not always available for sale in all parts of the country, and they frequently are too expensive for many Marvel readers to afford. After a while, it occurred to me that publishing portfolios, posters, and all sorts of merchandise featuring our characters was something that we could do ourselves! And we could do it even better!

About five months ago, I met with **Mike Hobson** (our Vice President in charge of Publishing), **Joe Calamari** (our Vice President in charge of business operations), **David Fox** (Marvel's legal counsel), and **Jim Shooter** (you all know who *he* is!), to discuss the possibility of putting out the kind of super hero items that *we*, as fans ourselves, would like. There was a whole list of items that we agreed we'd all love to see, that weren't being made by any of the companies who held our licenses. You know the kinds of stuff — **Hulk** T-shirts, **Spider-Man** Baseball jackets, buttons — not to mention Bamf dolls for **X-Men** fans! Of course, I made my pitch for the many fans I'd met over the years and suggested posters and portfolios.

An advance look at the **CLOAK AND DAGGER** poster by **Rick Leonardi** and **Terry Austin. Tom DeFalco** asked us not to color the artwork here in **MARVEL AGE MAGAZINE** because we couldn't begin to capture all the stunning beauty of **Glynis Wein's** full-color work on this poster at this size and on regular comic book paper.

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The idea of Marvel publishing its own posters and portfolios struck everybody's fancy. By the time the meeting had ended, the five of us had initiated a two-pronged program, One "prong" would be to license our characters to certain manufacturers for the direct sales market, for the kinds of items we didn't have the resources to produce ourselves. This would be for physical merchandise, including everything from jackets to jewelry to dolls — the kind of stuff of which a fan's bedroom is made. This is a long-term program, already in the formative stages, and you'll be hearing about new Marvel merchandise in the months to come. The second "prong," naturally, was to go ahead producing the kinds of things we ourselves know how to make — publishable items, which simply means items on paper. After all, as a publisher of comic books, paperbacks, and magazines, this is something we already know how to do! Trading cards, posters, and portfolios . . . this is the stuff of Marvel Press!

Marvel Press, it was decided, would have to offer the maximum *variety* of characters to appear on posters and portfolios. Because Marvel is a large company, we have the means to produce something tor every reader's taste. Rather than releasing one poster at a time, for example, we decided to release *four* at a time, spotlighting characters from all over the Marvel Universe, in a balanced selection. Specifically, the first release will feature on 22" x 34" high-gloss paper in full color, **Spider-Man** (by **John Romita, Jr.** and **Al Milgrom**), **the X-Men** (by **Butch Guice**), **Alpha Flight** (by **John Byrne** of course!), and **Dr. Strange** (by **Kevin Nowlan**). The first portfolio, as you know, will be of **Alpha Flight** by **John Byrne**. The **Alpha Flight** portfolio will have eight plates, one of each team member, in full color, priced at only $9.95. There will be only one printing of the **Alpha Flight** portfolio, so it's bound to be a sought after collector's item.

I'm especially proud that we're able to release high quality merchandise at affordable prices. Marvel Press exists for the *reader* — the person who likes our comics and our characters, who would enjoy having a full-color Marvel Super Hero on his or her wall. We're aware that many Marvel fans just can't afford high-priced collectors' editions. Marvel Press is the answer, offering beautifully printed posters at $3.95 and portfolios at approximately $10.00. We are, after all, providing a service in compliance with the requests of our readers, so we've priced our merchandise with the reader in mind.

Another thing to remember about Marvel Press is that this is definitely *not* a one-shot deal! We'll release posters and portfolios regularly, on an ongoing publishing schedule. We're starting at three releases per year, and hope to go to four per year in the future. Marvel Press posters and portfolios will come to you as a regular seasonal event, which you can look forward to for the rest of your comics-buying days!

All in all, I'm really excited. This is the sort of thing that I've always wanted to see Marvel do. I'm gratified that as Direct Sales Manager for Marvel Comics, I've been able to help bring Marvel Press about! Right now, I'm waiting along with the rest of you for the first release, coming to all comics specialty outlets in October. ●

The **X-MEN** poster in living black and white! Seriously, you've got to see these posters in full dazzling color to get the full effect!

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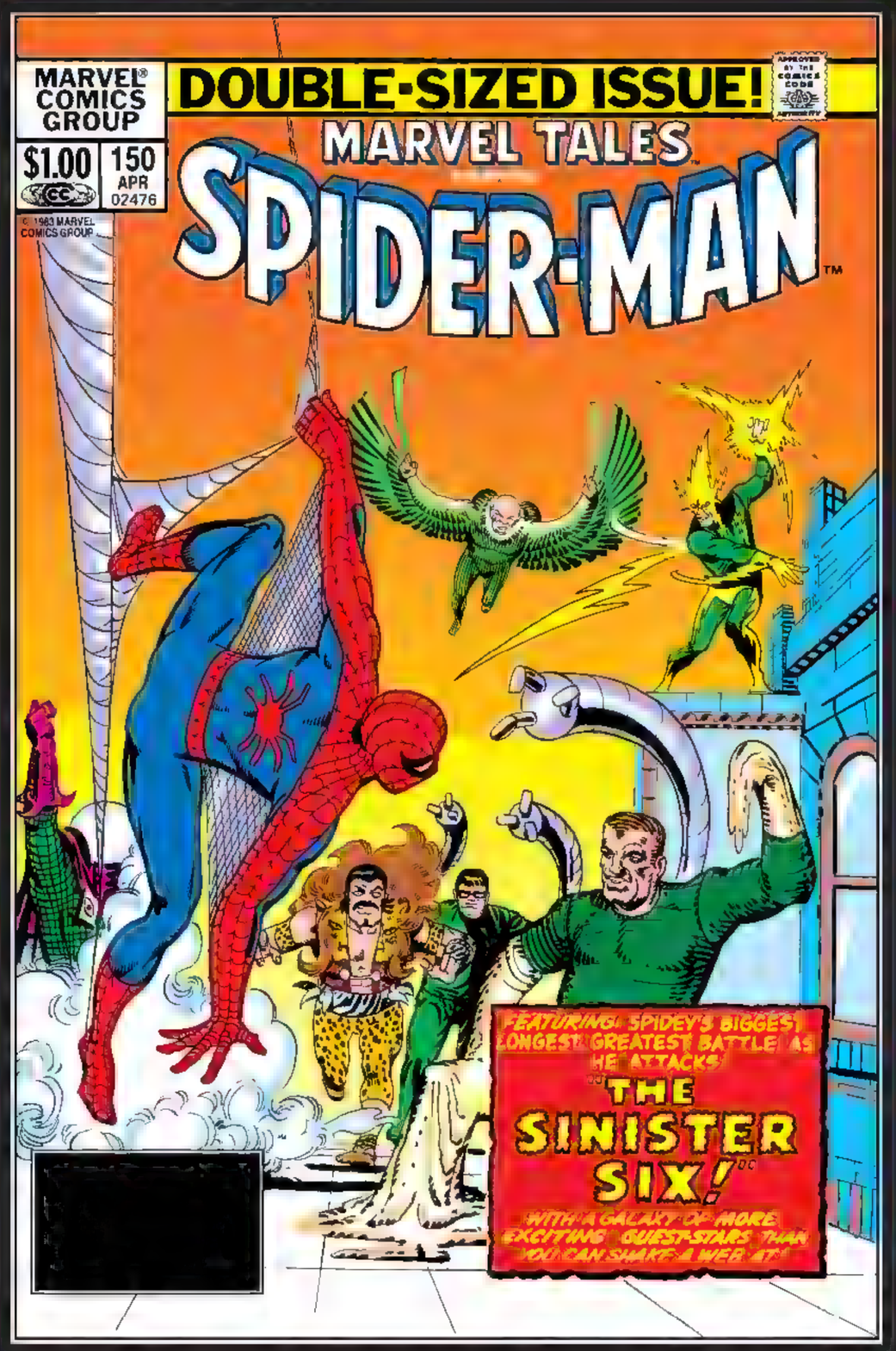
From March 1983-April 1984, *Marvel Tales* continued sequential reprints of *The Amazing Spider-Man* from the Lee/Ditko heyday.



Reprinting *The Amazing Spider-Man* #12-14 & *Annual* #1

Reprinting *The Amazing Spider-Man* #15-18

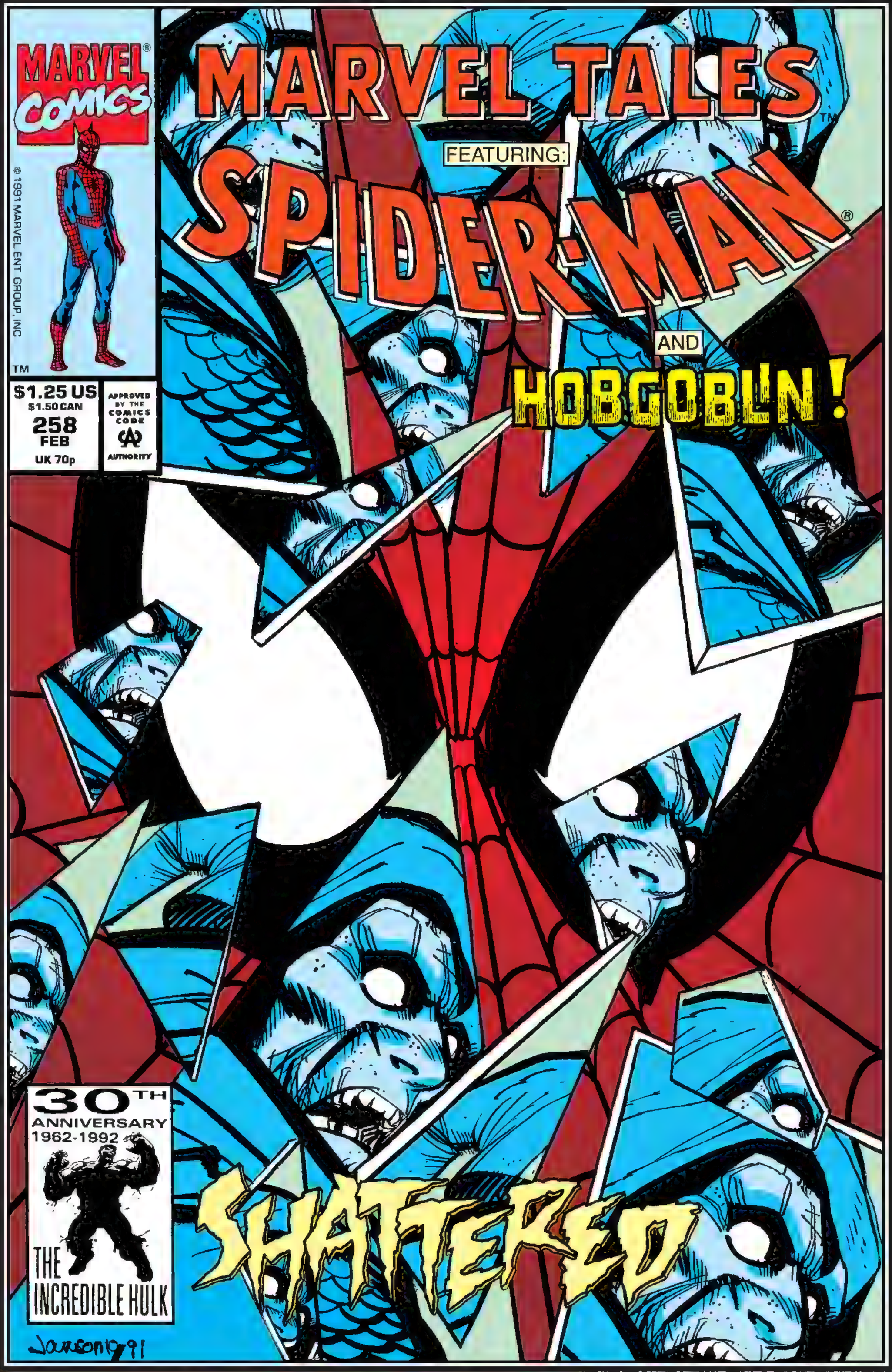
Reprinting *The Amazing Spider-Man* #19-22

Reprinting *The Amazing Spider-Man* #23-24

Marvel Tales #257 (January 1992) cover
by Klaus Janson

Reprinting *The Amazing Spider-Man* #238

Marvel Tales #258 (February 1992) cover
by Klaus Janson

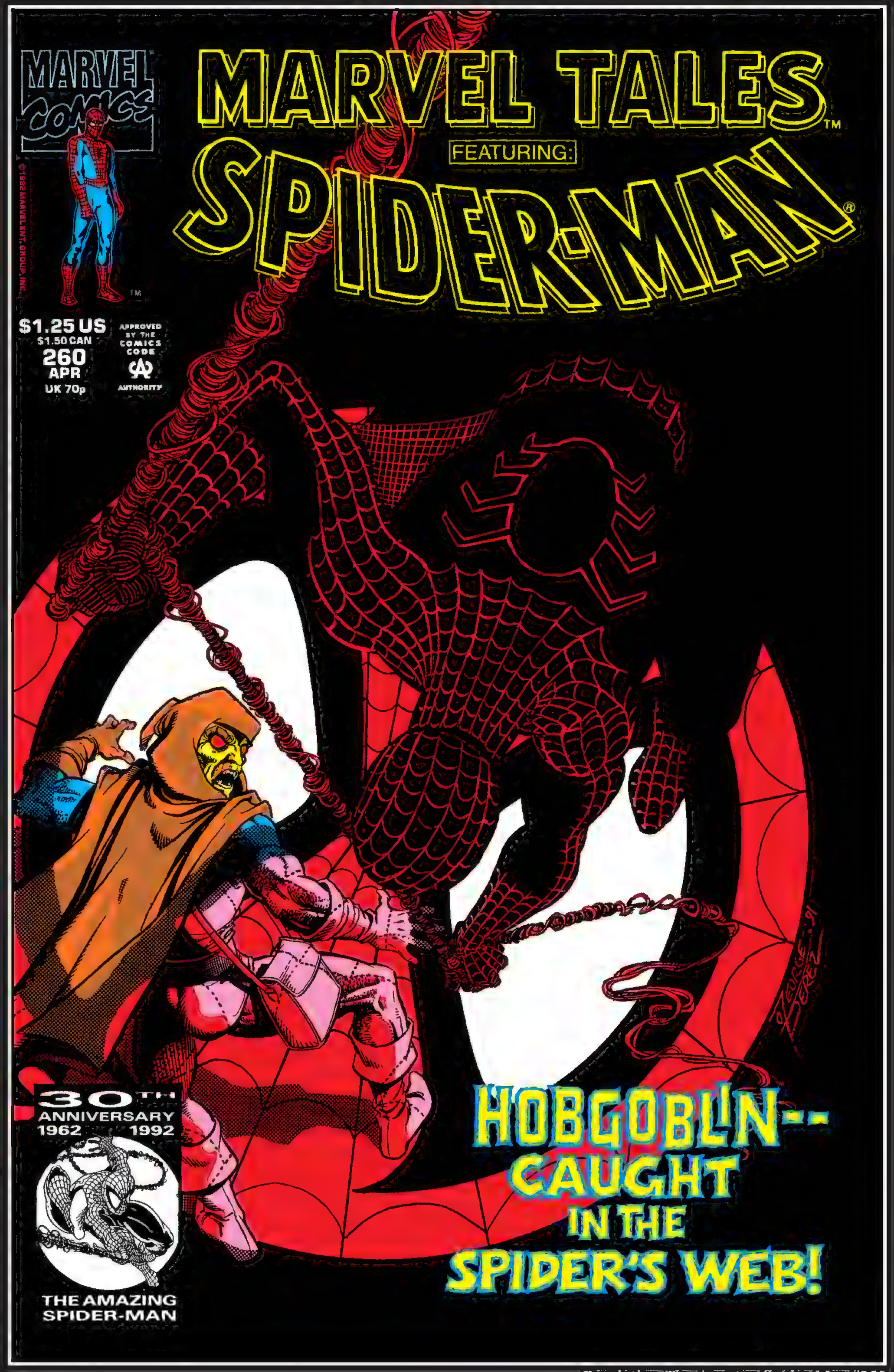


Reprinting *The Amazing Spider-Man* #239

Marvel Tales #259 (March 1992) cover
by George Pérez

Reprinting *The Amazing Spider-Man* #249

Marvel Tales #260 (April 1992) cover
by George Pérez



Reprinting *The Amazing Spider-Man* #250

Marvel Tales #261 (May 1992) cover
by George Pérez

Reprinting *The Amazing Spider-Man* #251

The Amazing Spider-Man: The Origin of the Hobgoblin TPB (1992) cover
by Derek Yaniger

Reprinting *The Amazing Spider-Man* #238-239, #244-245 & #249-251

The Stern-era Spider-Man reprint series *Spider-Man Megazine*'s final issue was issue #6, but it fortunately included John Romita Jr. and Sr.'s cover for issue #7.

In 2014, that same JRJR & JRSR piece was colored by frequent Romita collaborator Dean White for the cover of *Spider-Man by Roger Stern Omnibus*.

Reprinting *The Spectacular Spider-Man* #43-61, #85 and *The Amazing Spider-Man* #206, #224-252 & *Annual* #16-17

Spider-Man Megazine #8 cover art by Brian Bolland, included as a pinup in the series' final published issue.

BIOGRAPHIES

ROGER STERN

Born in Noblesville, Indiana, in 1950, Roger Stern was a self-professed "child of the '50s," immersing himself in pop culture icons like Lucille Ball, the Lone Ranger, and especially Superman. After graduating from Indiana University, Stern worked at Indianapolis' WXLW radio and formed a comic fan collective with fans in the region. Stern teamed with fellow Hoosier Bob Layton to transform Layton's comic sales business into the fanzine *CPL* (*Contemporary Pictorial Literature*). Their efforts led to an offer from Charlton to create the publisher's official fanzine, *Charlton Bullseye*. Soon after, Stern's fandom pal Roger Slifer contacted him with an opportunity to interview for a Marvel staff job. Stern raced to New York to put his passion for comics to the test. He was hired as an assistant editor and in 1975 embarked on an eleven-year career at Marvel. Stern's early editing duties saw him guiding the Avengers family of titles, *Master of Kung Fu*, *Spider-Woman*, and others. He also presided over *X-Men* during the seminal Chris Claremont, John Byrne, and Terry Austin run, and plotted *Marvel Premiere* #50 starring rocker Alice Cooper.

In 1978, he began to take on regular writing work on *The Incredible Hulk* and *Doctor Strange*. His compelling storytelling quickly earned him an audience and turns writing *Captain America* and Spider-Man in *The Spectacular Spider-Man*. The latter title led to his tenure on *The Amazing Spider-Man*, a run regarded by many as second only to Stan Lee's. Amongst their many Spidey highlights, Stern and artist John Romita Jr. introduced the Hobgoblin and a new Captain Marvel, Monica Rambeau. Stern also began a long stint on *The Avengers*, launched *West Coast Avengers*, and returned for another celebrated run on *Doctor Strange*.

When his tenure with Marvel came to an end in the late '80s, Stern became indelibly linked to the Man of Steel with iconic work that included "The Death of Superman." Since then "Uncle Rog," as he is known to his devoted fans, has returned to Marvel to write several series including *Avengers Forever*, *Amazing Spider-Man*, *Marvel: The Lost Generation*, *Captain America Corps*, and more.

JOHN ROMITA JR.

Like his legendary father, John Romita Jr. has become a comic-art master, establishing a powerful style uniquely his own. His life in comics began early, when as an adolescent he helped his father design the Spider-Man villain the Prowler. His first published work — cover art for Marvel UK and "Chaos at the Coffee Bean!" in *Amazing Spider-Man Annual* #11 — showed that he'd learned much from his father's figure drawing and storytelling sense. His first full-length project was a KISS feature in *Marvel Super-Special* #5. In the summer of 1978, he began a years long parternship on *Iron Man* with David Michelinie and Bob Layton. It was during his first *Iron Man* break that Romita Jr. took on full-time art duties on *Amazing Spider-Man* for the first of multiple acclaimed runs. During his Spidey tenure he also helped launch *Dazzler* and penciled the first Marvel miniseries, *Marvel Super Hero Contest of Champions*. In 1983, Romita Jr. joined Chris Claremont's *Uncanny X-Men*, taking over the industry's most popular comic for a three-year run that saw his art dramatically evolve in tone. After a stint on the New Universe series *Starbrand*, he rebounded with a pair of *Amazing Spider-Man* issues that included Peter Parker's proposal to Mary Jane Watson. Next, Romita Jr. began a run on *Daredevil* with writer Ann Nocenti, introducing Typhoid Mary and establishing himself as one of the definitive *Daredevil* artists. After a third run on *Iron Man*, his credits included *Punisher War Zone*, *Daredevil: The Man Without Fear* with Frank Miller, a return to *Uncanny X-Men*, and long runs on *Spider-Man*, *Thor* and *Peter Parker: Spider-Man*. As the new century dawned, the ever more popular Romita Jr. kept adding to his superstar resume with stints on *Amazing Spider-Man* with J. Michael Straczynski, *Wolverine* with Mark Millar, *Eternals* with Neil Gaiman, and the *World War Hulk* event. His collaboration with Millar spawned their creator-owned series *Kick-Ass*, which led to a blockbuster feature film. In recent years, he has returned once more to *Amazing Spider-Man*, helped relaunch *Avengers* with Brian Michael Bendis and *Captain America* with Rick Remender, and beginning in 2014, Romita moved to DC where his runs on *Superman* and *All-Star Batman* have topped sales charts.

TOM DEFALCO

Writer/editor Tom DeFalco broke into the comic book industry in 1972 at Archie Comics. After serving in a staff position where he inaugurated the highly successful line of Archie digests, he would later begin writing for the Archie line. By the late '70s, he also had a stint on *Superman Family* and stories in *Marvel Two-In-One* and *Avengers*. He joined with iconic Marvel artist Steve Ditko on *Machine Man* in 1980 and launched Marvel's first direct-market exclusive title, *Dazzler*.

By 1981, he had begun to work solely for Marvel, returning to *Marvel Two-In-One* for a 13-issue run. Soon after, DeFalco transitioned to editing, with a stable including the Spider-Man family of titles, *Micronauts*, *Ghost Rider*, *G.I. Joe* and *Marvel Super-Heroes Secret Wars*. In addition to his editorial role, he still wrote a handful of titles, most notably *Amazing Spider-Man* and the 1984 *Machine Man* limited series illustrated by Barry Windsor-Smith and Herb Trimpe. In 1987, DeFalco began a celebrated run on *Thor* with artist Ron Frenz. Soon after that,

he was named Marvel's editor-in-chief. A need to make up for a budget shortfall at the beginning of his EIC tenure led DeFalco to launch a line of deluxe hardcover reprints—the *Marvel Masterworks*. Under his guidance, creative freedom at Marvel expanded, as did the line of titles, and the company marked its highest-selling titles of all time, including Claremont and Lee's *X-Men*, McFarlane's *Spider-Man* and Liefeld's *X-Force*. All the while, DeFalco continued writing *Thor*, where he introduced the New Warriors and Thunderstrike.

After his tenure as editor-in-chief ended, he kept on writing for Marvel, where he was heavily involved in the Spider-Man "Maximum Carnage" and "Clone Saga" storylines. In 1998, DeFalco and Frenz teamed on an issue of *What If?* for a pivotal character debut. They introduced Mayday Parker, A.K.A. Spider-Girl, a heroine that proved to be so popular that a whole universe was built around her and the adventures of her peers. The MC2 Universe was guided and developed by DeFalco, with *Spider-Girl* leading the pack in popularity, withstanding commercial pressures and notching 100 issues thanks to a legion of loyal fans. Since his work on *Spider-Girl* wrapped up in 2010, DeFalco has returned for a stint on Archie's flagship title, written *Superboy* for DC and kept busy with various freelance projects.

RON FRENZ

Few can match Ron Frenz when it comes to consistency and longevity as an artist. He notched accomplished runs on the field's two most revered and influential characters, Spider-Man and Superman, and carried each through controversial new costume designs. When the 22-year-old broke into the industry, he began as co-penciler of *Ka-Zar the Savage*, and then *Star Wars*. Proving himself on those books, Frenz succeeded John Romita Jr. on *Amazing Spider-Man*, his artwork channeling Steve Ditko's original web-slinger. Next, he joined Tom DeFalco on a six-year-long run on *Thor* with a new look and identity for Marvel's Thunder God. Their efforts led to *Thunderstrike*, a spin-off title featuring Eric Masterson, and the creation of the New Warriors. After an influential run on DC's *Superman*, Frenz returned to Marvel to team with DeFalco on the launch of the MC2 Universe, home of Spider-Girl, the fan-favorite Marvel heroine, for which he drew dozens of issues right up to her final miniseries, *Spectacular Spider-Girl*. In 2001, Frenz joined Kurt Busiek and Erik Larsen on their revival of *The Defenders*, and was part of the jam unit that drew the Lee/Kirby homage *Fantastic Four: The World's Greatest Comics Magazine*. His most recent project is the 2013 IDW revival of *G.I. Joe: A Real American Hero* with series originator Larry Hama.

ED HANNIGAN

Ed Hannigan worked in comics for over two decades, during which time he established himself as a writer, penciler and popular cover artist. In the early 1970s, Hannigan landed a position in Sol Brodsky's production office at Marvel where he learned every part of the comics trade. Soon, the young artist was given a chance to draw covers for the Marvel UK *Planet of the Apes* magazine, which led to interior art on a new *Apes* story written by Doug Moench and cover art on some of Marvel's mainline color comics. His first regular gig was a five-month stint drawing *Kull the Conqueror*. In 1978, he was drafted onto *The Defenders* as penciler, though a year later Hannigan would perform the unusual switch from artist to writer on the title. He would write Marvel's "non-team" for two years with highlights including the "Xenogenesis" and "Tunnelworld" sagas. Other writing credits for Hannigan during this time included a Tigra story in *Marvel Premiere*, *Power Man* and *Black Panther*, where he undertook the noble effort of finishing storylines begun by Jack Kirby and Don McGregor. After scribing *Fantastic Four Annual* #16 drawn by the legendary Steve Ditko, Hannigan began penciling *The Spectacular Spider-Man*. It was here that Hannigan's Eisner-influenced layouts combined with Bill Mantlo's scripts for an influential run that included the debut of Cloak and Dagger. His final work with Marvel was *Amazing Spider-Man Annual* #17, after which he crossed town to draw for DC. There, he launched a new *Green Arrow* series with Mike Grell and *Batman: Legends of the Dark Knight* with Dennis O'Neil. In 1992, Hannigan wrote and illustrated his own concept, *Skull & Bones*, and followed that up with a four-part Catwoman story in *Showcase '93*. In 1996, Hannigan left comics to take up a new career as a graphic designer.

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired

by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

AL MILGROM

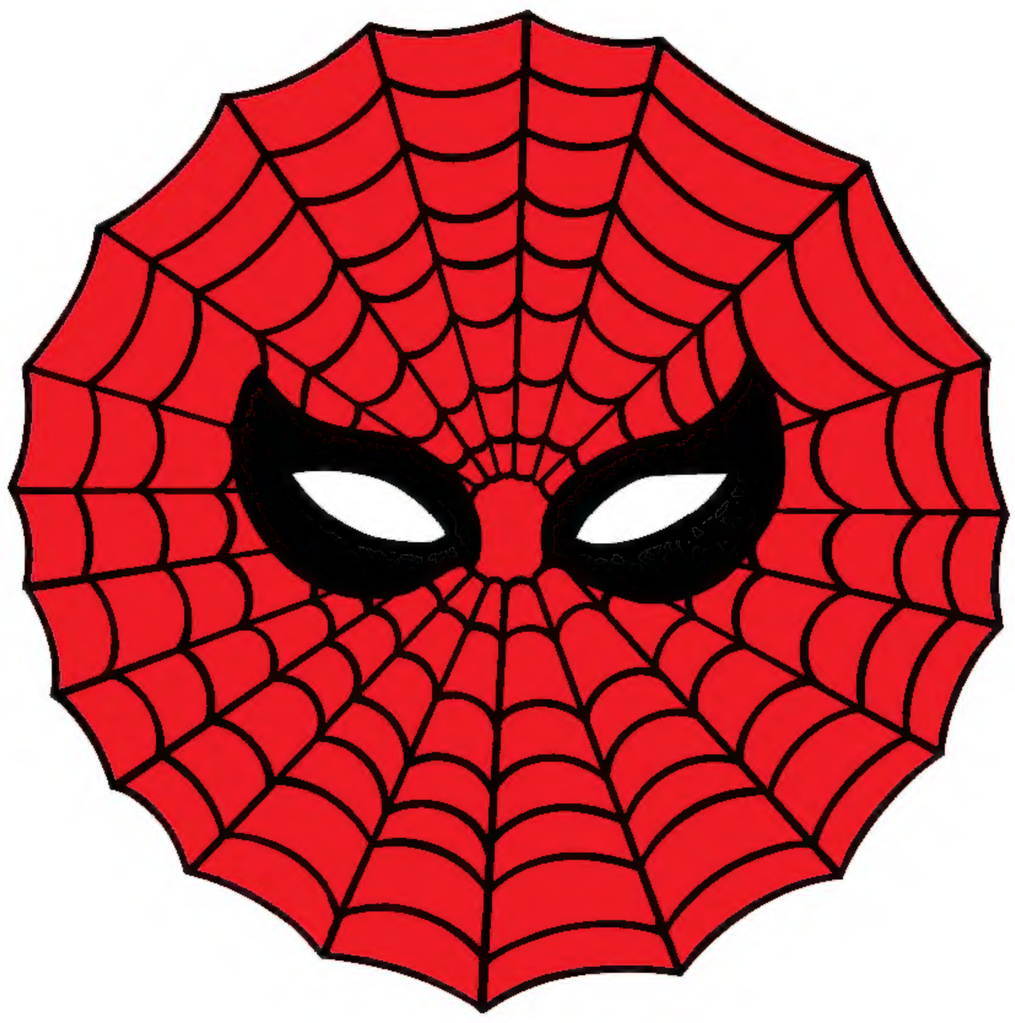
Though arguably his highest profile in comics came as the fan-favorite editor of *Marvel Fanfare*, Al Milgrom has made significant contributions as a penciler, inker and writer over his four decades in the industry. Al came up in the '70s both assisting the legendary artist Murphy Anderson and later serving as one of Neal Adams' Crusty Bunkers art squad, in the meantime having his early work published at Charlton Comics, Atlas/Seaboard, Warren and the indie sci-fi anthology *Star*Reach*. His first major inroads in the industry occurred with Marvel, where he followed up Jim Starlin for a long run drawing *Captain Marvel*. Continuing with the sci-fi themes of his seminal creative efforts, he also drew the ongoing adventures of the Guardians of the Galaxy in *Marvel Presents*. At DC, he would develop Firestorm with Gerry Conway. In 1982, Marvel launched the anthology title *Marvel Fanfare*, which often featured Milgrom's editorial notes in cartoon form under the moniker "Editori-Al." While editing that long-running series, Milgrom also had ongoing stints penciling *The Avengers* and *West Coast Avengers* and drew the notable miniseries *Secret Wars II* and *Kitty Pryde & Wolverine*. He also scripted *Spectacular Spider-Man* and *Incredible Hulk*. Since the '90s, Milgrom has spent most of his time inking, with an impressive nine-year run on *X-Factor* and work for Archie amongst his many credits.

JIM SHOOTER

Writer/artist/editor/publisher Jim Shooter broke into comics as a precocious 13-year-old after submitting a batch of Legion of Super-Heroes pages he had written and drawn. Impressed by what was going on at Marvel, the teenager brought his "Marvel-style" attitude to bear on Legion, rolling off a three-year run that concluded in 1969. During this time, he introduced several memorable Legionnaires and villains and also wrote several stories in *Superman*.

After a five-year break from comics, Shooter returned to the scene, freelancing for both Marvel and DC. He retook the reins of Legion in *Superboy*, and wrote various Marvel titles, which led to a staff position at Marvel in 1976 and a memorable run on *Avengers*. After two years, he succeeded Archie Goodwin as Marvel's editor-in-chief. In his view, Marvel at that time was in editorial chaos, not capitalizing on its full potential. Only 27 years old, Shooter forced his will over all aspects of the publishing regime, establishing an incentive system for creators, streamlining the publishing schedule and enforcing his own high editorial standards on all the books. He continued Marvel's success with licensed titles *G.I. Joe* and *Transformers* and the Epic line of creator-owned comics. Creative efforts included writing *Secret Wars* and its sequel, and building the New Universe and writing its flagship title, *Starbrand*.

Forced out of the company in 1987, a bid by Shooter to buy Marvel failed. He then formed a group to start his own company, Valiant, which produced licensed and original comics to great acclaim in the early '90s. Despite Valiant's success, Shooter's tenure there was ended after losing control of the corporation. Short-lived imprints Defiant and Broadway Comics followed but were victims of the mid-'90s industry bust. Since then, Shooter has returned to DC to write a 13-issue run of *Legion*, and overseen a revival of Gold Key characters Magnus, Doctor Solar and Turok for Dark Horse.



Biographies researched and written by John Rhett Thomas

MARVEL MASTERWORKS

THE MARVEL MASTERWORKS LIBRARY PRESENTS THE WORLD'S GREATEST COMIC BOOKS, PAINSTAKINGLY RESTORED FROM THE HIGHEST-QUALITY SOURCES AND WITH THE MOST DILIGENT ARCHIVAL METHODS.

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These trailblazing talents birthed a vast array of characters that would give rise to the Marvel Universe!

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7
GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3
ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-23
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-21
THE BLACK PANTHER VOLS. 1-3
BROTHER VOODOO VOL. 1
CAPTAIN AMERICA VOLS. 1-13
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-15
DAZZLER VOLS. 1-2
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-7
DOCTOR STRANGE VOLS. 1-9
THE FANTASTIC FOUR VOLS. 1-22
GHOST RIDER VOLS. 1-3
HOWARD THE DUCK VOL. 1
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-15
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-13
IRON FIST VOLS. 1-2
KA-ZAR VOLS. 1-2
KILLRAVEN VOL. 1
LUKE CAGE VOLS. 1-3
MARVEL RARITIES VOL. 1
MARVEL TEAM-UP VOLS. 1-6
MARVEL TWO-IN-ONE VOLS. 1-5
THE MIGHTY THOR VOLS. 1-20
MS. MARVEL VOLS. 1-2
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
NOT BRAND ECHH VOL. 1
RAWHIDE KID VOLS. 1-2
THE SAVAGE SHE-HULK VOLS. 1-2
SGT. FURY VOLS. 1-4
THE SPECTACULAR SPIDER-MAN VOLS. 1-4
SPIDER-WOMAN VOLS. 1-2
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
THE TOMB OF DRACULA VOL. 1
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-13

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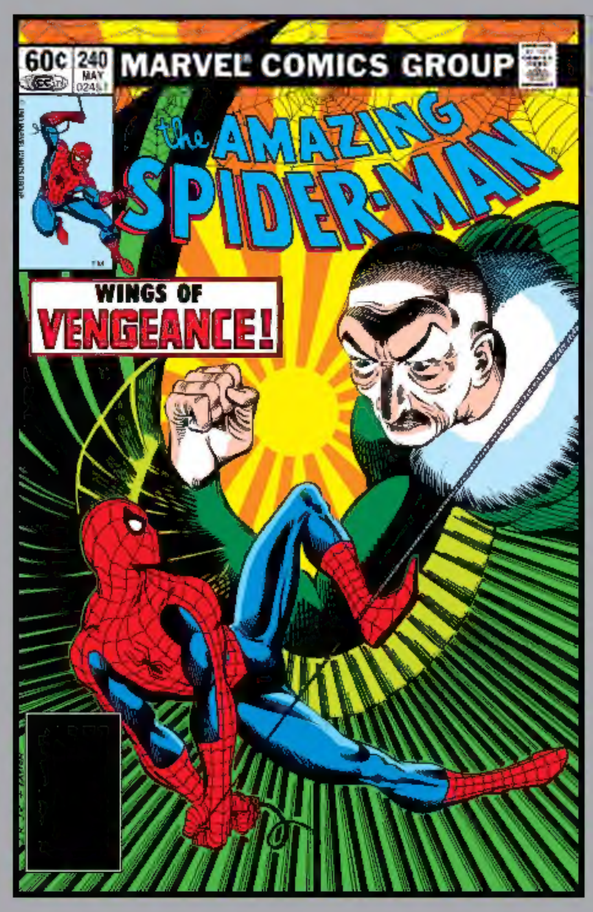
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